

# PRECISION TSUGAMI CHINA

PRECISION TSUGAMI (CHINA) CORPORATION LIMITED  
津上精密機床(中國)有限公司

(Incorporated in the Cayman Islands with limited liability) | Stock Code : 1651

(於開曼群島註冊成立的有限公司) | 股份代號 : 1651



## 2023

Interim Report 中期報告

# PRECISION TSUGAMI CHINA

Precision Tsugami (China) Corporation Limited is a subsidiary established by Tsugami Corporation 株式會社ツガミ (“Tsugami Japan” or “Controlling Shareholder”), a renowned Japanese CNC high precision machine tool manufacturer, for its Chinese undertakings, and has grown into the largest foreign-branded CNC machine tool manufacturer\* in the Chinese machines tools market through 20 years of rapid development since the business commencement in 2003.

The Company manufactures and sells high-end CNC machine tools including precision lathes, precision machining centres and precision grinding machines under the TSUGAMI brand. With its customer orientation, and high speed, high precision and high rigidity as its quality targets, the Company has been widely recognized by the industries including automobile parts and components, IT communications and electronics and industrial automation. The Company’s products are mainly for the Chinese market, and are also sold, with or without customisations, to Japan, Europe, the United States, Southeast Asia and other regions through its overseas sales channels Tsugami Japan.

\* According to the industry report prepared by Frost & Sullivan (Beijing) Inc., Shanghai Branch Co. in December 2018.

津上精密機床(中國)有限公司是日本著名數控高精密機床廠家株式會社ツガミ(「日本津上」或「控股股東」)設立的中國事業的附屬公司，二零零三年開業以來，經過20年的快速發展，已成長為中國機床市場最大的外資品牌的數控機床製造商\*。

本公司製造並銷售TSUGAMI品牌的精密車床、精密加工中心和精密磨床等高端數控機床，以客戶為中心，以高速度、高精度和高剛性為質量目標，得到了汽車零部件、IT通訊電子和工業自動化等行業的廣泛認可。本公司產品以中國市場為主，也通過其海外銷售渠道日本津上銷往(不論會否加以訂製)日歐美及東南亞等地區。

\* 根據弗若斯特沙利文(北京)諮詢有限公司上海分公司於二零一八年十二月編製的行業報告。



# CONTENTS

## 目錄

RESULTS HIGHLIGHTS	業績摘要	2
CORPORATE INFORMATION	公司資料	3
MANAGEMENT DISCUSSION AND ANALYSIS	管理層討論及分析	5
OTHER INFORMATION	其他資料	16
INDEPENDENT REVIEW REPORT	獨立審閱報告	22
INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION	中期簡明綜合財務資料	
Interim condensed consolidated statement of profit or loss and other comprehensive income	中期簡明綜合損益表 及其他全面收益表	24
Interim condensed consolidated statement of financial position	中期簡明綜合財務狀況報表	25
Interim condensed consolidated statement of changes in equity	中期簡明綜合權益變動表	26
Interim condensed consolidated statement of cash flows	中期簡明綜合現金流量表	27
Notes to the interim condensed consolidated financial statements	中期簡明綜合財務資料附註	29



## RESULTS HIGHLIGHTS

### 業績摘要

## INTERIM RESULTS REPORT FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2023

The board (the “**Board**”) of directors (the “**Directors**”) of Precision Tsugami (China) Corporation Limited (the “**Company**”) hereby announces the unaudited condensed consolidated interim results of the Company and its subsidiaries (collectively, the “**Group**”) for the six months ended 30 September 2023 (the “**Period under Review**”) together with the unaudited comparative figures for the corresponding period in 2022. Such results have been reviewed by the external auditor Ernst & Young and the audit committee of the Company.

## RESULTS HIGHLIGHTS

## 截至二零二三年九月三十日止六個月的中期業績報告

津上精密機床(中國)有限公司(「本公司」)董事(「董事」)會(「董事會」)謹此公佈本公司及其附屬公司(統稱為「本集團」)截至二零二三年九月三十日止六個月(「回顧期」)的未經審核簡明綜合中期業績以及二零二二年同期的未經審核比較數字。該等業績已由本公司外部核數師安永會計師事務所及審核委員會審閱。

## 業績摘要

### For the six months ended 30 September 截至九月三十日止六個月

		<b>2023</b> <b>RMB'000,</b> <b>except for</b> <b>percentages</b> <b>(unaudited)</b> 二零二三年 人民幣千元 百分比除外 (未經審核)	2022 RMB'000, except for percentages (unaudited) 二零二二年 人民幣千元 百分比除外 (未經審核)	Period-on-period increase/ (decrease) %
				同期對比 增長/(減少) %
Revenue	收入	<b>1,494,386</b>	2,200,360	(32.1%)
Gross profit	毛利	<b>414,077</b>	534,098	(22.5%)
Gross profit margin	毛利率	<b>27.7%</b>	24.3%	3.4%
Profit before tax	除稅前溢利	<b>326,039</b>	442,776	(26.4%)
Profit attributable to shareholders of the Company	本公司股東應佔溢利	<b>221,258</b>	300,693	(26.4%)
Net profit margin	淨利率	<b>14.8%</b>	13.7%	1.1%
Basic earnings per share (Renminbi (“ <b>RMB</b> ”))	每股基本盈利(人民幣元)	<b>0.58</b>	0.79	(26.6%)

- During the Period under Review, revenue of the Group amounted to approximately RMB1,494,386,000, representing a decrease of approximately 32.1% as compared to the same period last year.
- 於回顧期，本集團的收入約為人民幣1,494,386千元，比去年同期減少約32.1%。
- During the Period under Review, the Group reached a gross profit of approximately RMB414,077,000, representing a decrease of approximately 22.5% as compared to the same period last year.
- 於回顧期，本集團的毛利達到約人民幣414,077千元，比去年同期減少約22.5%。
- During the Period under Review, the net profit of the Group amounted to approximately RMB221,258,000, representing a decrease of approximately 26.4% as compared to the same period last year.
- 於回顧期，本集團的淨利潤達到約人民幣221,258千元，比去年同期減少約26.4%。
- During the Period under Review, basic earnings per share amounted to approximately RMB0.58, representing a decrease of approximately 26.6% as compared to the same period last year.
- 於回顧期，每股基本盈利約為人民幣0.58元，比去年同期減少約26.6%。

**Executive Directors**

Dr. Tang Donglei (*Chairman & Chief Executive Officer*)  
Dr. Li Zequn

**Non-executive Directors**

Mr. Takao Nishijima  
Ms. Mami Matsushita  
Mr. Motoi Yamada  
(*resigned on 28 June 2023*)  
Mr. Kenji Yoneyama  
(*appointed on 28 June 2023*)

**Independent Non-executive Directors**

Dr. Eiichi Koda  
(*resigned on 28 June 2023*)  
Dr. Satoshi Iwabuchi  
(*appointed on 28 June 2023*)  
Dr. Huang Ping  
Mr. Tam Kin Bor

**Audit Committee**

Mr. Tam Kin Bor (*Chairman*)  
Mr. Motoi Yamada  
(*resigned on 28 June 2023*)  
Mr. Kenji Yoneyama  
(*appointed on 28 June 2023*)  
Dr. Huang Ping

**Nomination Committee**

Mr. Tam Kin Bor (*Chairman*)  
Mr. Takao Nishijima  
Dr. Huang Ping

**Remuneration Committee**

Dr. Huang Ping (*Chairman*)  
Dr. Tang Donglei  
Mr. Tam Kin Bor

**Company Secretary**

Ms. Wong Wai Yee Ella

**Registered Office**

PO Box 309, Uglan House  
Grand Cayman KY 1-1104  
Cayman Islands

**Auditor**

Ernst & Young  
Certified Public Accountants

**Legal Advisers as to Hong Kong Laws**

Eversheds Sutherland  
37/F, One Taikoo Place  
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Quarry Bay, Hong Kong

**執行董事**

唐東雷博士 (*主席及行政總裁*)  
李澤群博士

**非執行董事**

西嶋尚生先生  
松下真実女士  
山田基先生  
(*於二零二三年六月二十八日辭任*)  
米山賢司先生  
(*於二零二三年六月二十八日獲委任*)

**獨立非執行董事**

甲田英一博士  
(*於二零二三年六月二十八日辭任*)  
岩淵聰博士  
(*於二零二三年六月二十八日獲委任*)  
黃平博士  
譚建波先生

**審核委員會**

譚建波先生 (*主席*)  
山田基先生  
(*於二零二三年六月二十八日辭任*)  
米山賢司先生  
(*於二零二三年六月二十八日獲委任*)  
黃平博士

**提名委員會**

譚建波先生 (*主席*)  
西嶋尚生先生  
黃平博士

**薪酬委員會**

黃平博士 (*主席*)  
唐東雷博士  
譚建波先生

**公司秘書**

黃慧兒女士

**註冊辦事處**

PO Box 309, Uglan House  
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**核數師**

安永會計師事務所  
執業會計師

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香港鰂魚涌  
英皇道979號  
太古坊  
太古坊一座37樓

# CORPORATE INFORMATION

## 公司資料

### Principal Place of Business

China Region  
No. 2001 Pingcheng Road  
Pinghu Economic and Technology Development District  
Zhejiang Province, 314200  
the People's Republic of China (the "PRC")

Hong Kong Region  
5/F, Manulife Place  
348 Kwun Tong Road, Kowloon  
Hong Kong

### Principal Share Registrar

Maples Fund Services (Cayman) Limited  
PO Box 1093, Boundary Hall  
Cricket Square  
Grand Cayman  
KY1-1102  
Cayman Islands

### Hong Kong Branch Share Registrar

Tricor Investor Services Limited  
17/F, Far East Finance Centre  
16 Harcourt Road  
Hong Kong

### Compliance Adviser

Halcyon Capital Limited  
11/F, 8 Wyndham Street  
Central  
Hong Kong

### Principal Bankers

Hong Kong  
Bank of China  
The Bank of Tokyo-Mitsubishi UFJ, Ltd. Hong Kong Branch  
Sumitomo Mitsui Banking Corporation Hong Kong Branch

PRC  
Sumitomo Mitsui Banking Corporation (China) Limited  
MUFG Bank (China), Ltd.  
Mizuho Bank (China), Ltd.  
China Construction Bank Corporation

### Stock Code

1651

### Company Website

[www.tsugami.com.cn](http://www.tsugami.com.cn)

### 主要營業地點

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### 主要股份過戶登記處

Maples Fund Services (Cayman) Limited  
PO Box 1093, Boundary Hall  
Cricket Square  
Grand Cayman  
KY1-1102  
Cayman Islands

### 香港股份過戶登記分處

卓佳證券登記有限公司  
香港夏慤道16號  
遠東金融中心17樓

### 合規顧問

鎧盛資本有限公司  
香港中環  
雲咸街8號11樓

### 主要往來銀行

香港  
中國銀行  
三菱UFJ銀行香港分行  
三井住友銀行香港分行

中國  
三井住友銀行(中國)有限公司  
三菱日聯銀行(中國)有限公司  
瑞穗銀行(中國)有限公司  
中國建設銀行股份有限公司

### 股份代號

1651

### 公司網站

[www.tsugami.com.cn](http://www.tsugami.com.cn)

## BUSINESS REVIEW

During the Period under Review, affected by the macroeconomic situation, the domestic manufacturing industry was still in a period of adjustment, and the demand for CNC machine tools remained sluggish. The sales and profit of the Group recorded a decrease as compared to the same period last year. After the adjustment of the COVID-19 pandemic prevention policy, the market has yet to experience a retaliatory demand rebound, and investment confidence has not been restored. In addition, the problems in real estate industry have been intensifying, and the domestic macro economy lacks bright spots. At the same time, in terms of the international situation, the impact on the international and domestic investment environment is gradually becoming apparent due to the intensified geopolitical antagonism. In the above-mentioned general economic environment, the manufacturing industry has also been negatively affected. There is generally insufficient operating capacity, leading to a weak demand for production equipment. As a result, sales to the domestic manufacturing industry continued to decline from the previous financial year. At the same time, revenue from export business also decreased.

During the Period under Review, the Group's orders decreased, sales revenue and net profit decreased by approximately 32.1% and 26.4% year-on-year to approximately RMB1,494,386,000 and RMB221,258,000 respectively. Despite the significant decline in operating revenue and profit, it is worth noting that the profitability during the Period under Review has been significantly improved. Gross profit margin increased by approximately 3.4 percentage points to approximately 27.7% as compared to the same period of last year. Net profit margin increased by approximately 1.1 percentage points to approximately 14.8% as compared to the same period of last year.

Basic earnings per share during the Period under Review was approximately RMB0.58 (same period of last year: RMB0.79), representing a decrease of approximately 26.6%, as compared to the same period last year.

## 業務回顧

回顧期內，受宏觀經濟形勢的影響，國內製造業仍處於調整期，對數控機床的需求低迷，本集團的銷售及利潤，較上年度同期總體有一定程度的下滑。新冠疫情防疫政策調整後，始終未出現所謂報復性的需求反彈，投資信心未見恢復，加之房地產業的問題加劇，國內宏觀經濟缺乏亮點。同時，國際形勢方面，由於地緣政治當中的對立加劇，對國際國內投資環境的影響漸趨於顯現。在上述大的經濟環境當中，製造業也不免受到較大負面影響，普遍開工不足，對生產設備的需求疲軟。因此，面向國內製造業的銷售繼上個財政年度繼續下滑。同時，出口業務收入也有所降低。

於回顧期內，本集團訂單減少、銷售收入和淨利潤分別同比下降約32.1%及26.4%至約人民幣1,494,386千元及人民幣221,258千元。儘管營業收入和利潤有較大幅度的下降，值得肯定的是，回顧期內的盈利能力有了明顯的改善。毛利率比上年同期增加約3.4個百分點，至約27.7%。淨利潤率比上年同期增加約1.1個百分點至約14.8%。

回顧期內每股基本盈利約為人民幣0.58元（上年度同期：人民幣0.79元），與去年同期相比下降約26.6%。

## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論及分析

During the Period under Review, the Group mobilised employees to actively participate in the improvement proposal activities, and strived for excellence in production process, technology research and development, cost control and sales operation. In particular, after years of efforts to reduce costs throughout the supply chain, the Company was still able to constantly improve and enhance its profitability despite the increasingly obvious price competition in the market. This shows that the effect of the Group's improvement measures which the Group has vigorously pushed forward over the past few years has begun to be clearly reflected in the Company's performance, which has given the Group's management more confidence. Through our continuous efforts, we are confident that we can hold an advantageous position in the fierce market competition by providing our customers with cost-effective products and quality services. In terms of sales, the Group actively participated in various local trade fairs to strengthen the connection with end customers. Under the environment of lack of demand in the whole market, the Company has clearly defined its objectives, developed and explored certain potential but less engaged segments, and expanded the customer base of the downstream industries of the Company's products.

On the other hand, the Group continued to promote its production expansion plan. During the Period under Review, with the view of preparing for the introduction of new technologies and updating of product models in the future, the Group increased its investment in the equipment of Tsugami Anhui to expand its machining capacity of parts and components, and continued to construct the new factory in Pinghu. The construction of the new factory in Pinghu is expected to be completed and put into operation in July 2024.

回顧期內，本集團動員員工積極參與改善提案活動，在生產流程、技術研發、成本控制、銷售營運等方面精益求精，特別是經過數年對整個供應鏈的降低成本的努力，儘管在市場競爭中的價格競爭的側面越來越明顯，仍然能夠不斷改善提高盈利能力。這表明本集團在過去數年當中大力推進改善活動的效果已經開始明確地反映在公司的業績當中，這給了本集團管理層更強的信心。我們確信能夠通過不斷的努力，通過向客戶提供高性價比的產品和優質服務，在激烈的市場競爭中佔據優勢地位。在銷售方面，本集團積極參與各類地方展銷會，加強與終端客戶的聯繫。在整個市場缺乏需求的環境中，明確目標，開拓和挖掘若干有潛力但參與度較低的細分市場，擴大公司產品的下游行業的客戶群。

另一方面，本集團繼續推進擴產計劃，回顧期內，安徽津上增加了設備投入，擴大了零部件的加工產能，平湖新工廠則繼續其擴建工程，為未來引進新技術、更新產品機型做好準備。平湖新工廠擴建工程預期於2024年7月竣工及投產。



## FINANCIAL REVIEW

### Revenue

During the Period under Review, the total revenue of the Group amounted to approximately RMB1,494,386,000 representing a decrease of approximately RMB705,974,000 or approximately 32.1% as compared with the same period of last year. The decrease in the total revenue was primarily due to the PRC's general economy in a downward cycle, the industry continues to be sluggish, customers have insufficient rate of operation, and the demand for purchasing equipment has declined. Therefore, the demand for CNC machine tools has decreased, leading to a decline in the orders and deliveries of the Company, (i) the sales of precision lathes decreased approximately RMB616,164,000 or approximately 32.8%, which had the biggest impact on the Company's revenue; (ii) the sales of precision machining centres decreased significantly by 51.4% as compared with the same period of last year due to the gloomy 3C and automobile industries; and (iii) precision grinding machines recorded a basically same revenue as compared with the same period of last year.

The table below sets out the revenue breakdown by product category for the periods indicated: (RMB'000)

		For the six months ended 30 September 2023 截至 二零二三年 九月三十日 止六個月		For the six months ended 30 September 2022 截至 二零二二年 九月三十日 止六個月		Year-on-year increase/ (decrease) (%) 同期對比 增長/(減少) (%)
		Proportion (%) 佔比 (%)	Proportion (%) 佔比 (%)	Proportion (%) 佔比 (%)	Proportion (%) 佔比 (%)	
Precision lathes	精密車床	1,261,406	84.4%	1,877,570	85.3%	(32.8%)
Precision machining centres	精密加工中心	73,961	5.0%	152,315	6.9%	(51.4%)
Precision grinding machines	精密磨床	81,227	5.4%	82,048	3.8%	(1.0%)
Others*	其他*	77,792	5.2%	88,426	4.0%	(12.0%)
<b>Total</b>	<b>合計</b>	<b>1,494,386</b>	<b>100%</b>	<b>2,200,360</b>	<b>100%</b>	<b>(32.1%)</b>

\* Others include sales of precision thread and form rolling machines, parts and components and after-sales service income.

## 財務回顧

### 收入

於回顧期，本集團收入總額為約人民幣1,494,386千元，較去年同期減少約人民幣705,974千元，減少約32.1%，收入總額減少主要原因是中國經濟普遍呈下行週期，行業延續疲軟之勢，客戶開工率不足，採購設備需求下降，因此對數控機床需求減少，本公司的訂單及出貨均有下降，(i)精密車床銷售額減少約人民幣616,164千元，減少約32.8%，對公司的收入影響最大；(ii)精密加工中心受3C和汽車行業影響較去年同期大幅減少，減幅達51.4%；及(iii)精密磨床與去年同期基本持平。

下表載列於所示期間按產品類別劃分的收入：(人民幣千元)

\* 其他包括精密滾絲機、零部件銷售及售後服務收入。

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### Gross Profit and Gross Profit Margin

The gross profit during the Period under Review amounted to approximately RMB414,077,000, representing a year-on-year decrease of approximately 22.5% as compared with the same period of last year. Despite the decrease in the number of orders and production units, owing to the Group's efforts in reducing costs and increasing efficiency, the overall gross profit margin increased by approximately 3.4 percentage points to approximately 27.7% as compared to approximately 24.3% for the same period of last year.

### Other Income and Gains

Other income and gains of the Group primarily consist of bank interest income, gain on disposal of items of property, plant and equipment, government grants, compensation income, foreign exchange gains and others. During the Period under Review, other income and gains increased by approximately RMB6,241,000 as compared with the same period of last year to approximately RMB49,056,000, primarily due to the increase in bank interest income of approximately RMB9,967,000 as a result of the increase in the Company's cash and bank balances during the Period under Review, but was partially offset by a decrease in government subsidies of software tax rebates of RMB4,411,000.

### Selling and Distribution Expenses

Selling and distribution expenses primarily consist of staff salaries and benefits, transportation and insurance expenses, warranty expenses, travel expenses, office utility expenses, marketing and advertisement expenses and depreciation costs. During the Period under Review, selling and distribution expenses of the Group amounted to approximately RMB76,062,000, representing a slight increase of approximately RMB390,000, or approximately 0.5% as compared to the same period of last year, accounting for approximately 5.1% of the Group's revenue. Such increase was mainly due to the increase in the salaries and benefits of the sales and customer service staff and the increase in travel expenses during the Period under Review.

### 毛利及毛利率

回顧期的毛利約人民幣414,077千元，較去年同期減少約22.5%。儘管訂單及生產台數有所減少，但有賴本集團降本增效工作，整體毛利率較去年同期的約24.3%上升約3.4個百分點，至約27.7%。

### 其他收入及收益

本集團的其他收入及收益主要包括銀行利息收入、出售物業、廠房及設備項目收益、政府補助、賠償收入、匯兌收益及其他。於回顧期，其他收入及收益約人民幣49,056千元，較去年同期增加約人民幣6,241千元，主要由於回顧期內公司現金及銀行結餘的增加帶來的銀行利息收入增加約人民幣9,967千元，但因為軟件退稅等政府補貼減少人民幣4,411千元而有所抵消。

### 銷售及分銷開支

銷售及分銷開支主要包括員工薪金及福利、運輸及保險費開支、保修費開支、差旅費開支、辦公室水電費開支、市場推廣及廣告開支及折舊成本。於回顧期內，本集團的銷售及分銷開支約為人民幣76,062千元，較去年同期增加約人民幣390千元，增加約0.5%，佔本集團收入約5.1%。主要由於回顧期內營業及客服人員的工資薪金及福利增加及差旅費增加所致。

### Administrative Expenses

Administrative expenses primarily consist of salaries and benefits for management, administrative and financial personnel, administrative costs, customisation and development expenses, depreciation expenses relating to property, plant and equipment used for administrative purposes, amortisation expenses for the management information systems, and other taxes and levies. During the Period under Review, the administrative expenses of the Group amounted to approximately RMB54,207,000, and remained stable compared to RMB54,660,000 recorded in the corresponding period last year.

### Other Expenses

Other expenses primarily include exchange losses, losses on the disposal of fixed assets and others. During the Period under Review, other expenses of the Group amounted to approximately RMB7,545,000, representing an increase of approximately RMB3,239,000 as compared with the same period of last year, mainly due to the increase of approximately RMB1,719,000 in exchange losses during the Period under Review and the compensation expenses of RMB2,048,000 for an economic lawsuit.

### Impairment Gains on Financial Assets

During the Period under Review, the impairment gains on financial assets of the Group amounted to approximately RMB1,326,000, as compared to RMB571,000 during the same period of last year, mainly due to the reversal of impairment provision as a result of the decrease in the base of accounts receivable and notes.

### Finance Costs

During the Period under Review, finance costs of the Group were approximately RMB606,000 (for the same period of last year: RMB70,000), which was due to the increase in interest arising from the discounting of bank bills during the Period under Review.

### Income Tax Expenses

During the Period under Review, income tax expenses of the Group decreased by approximately 26.3% as compared with the same period of last year to approximately RMB104,781,000, which was mainly due to the decrease in revenue and profit before tax.

### 行政開支

行政開支主要包括管理層、行政及財務人員薪金及福利、行政成本、訂製及開發開支、用作行政用途的物業、廠房及設備有關的折舊開支、管理信息系統攤銷開支與其他稅項及徵費。於回顧期內，本集團的行政開支約為人民幣54,207千元，與去年同期的約人民幣54,660千元相比保持穩定。

### 其他開支

其他開支主要包括匯兌損失、出售固定資產的損失及其他。於回顧期內，本集團的其他費用約人民幣7,545千元，較去年同期增加約人民幣3,239千元，主要乃由於本回顧期內發生的匯兌損失增加約人民幣1,719千元，以及發生的經濟訴訟賠償金支出人民幣2,048千元的計上。

### 金融資產減值收益

於回顧期內，本集團金融資產減值收益約人民幣1,326千元（去年同期為人民幣571千元），主要是由於應收款項和票據基數的下降導致計提減值的轉回所致。

### 融資成本

於回顧期內，本集團融資成本為約人民幣606千元（去年同期：人民幣70千元），乃由於本集團於本回顧期內發生銀行票據貼現利息增加所致。

### 所得稅開支

於回顧期內，本集團所得稅開支約為人民幣104,781千元，較去年同期減少約26.3%，乃主要由於收入及除稅前溢利減少所致。

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### Profit for the Period

As a result of the aforementioned factors, the Group's profit for the Period under Review amounted to approximately RMB221,258,000, representing a decrease of approximately 26.4%, or approximately RMB79,435,000 as compared with the same period of last year.

### Liquidity, Financial Resources and Debt Structure

During the Period under Review, the Group continued to maintain a healthy and solid liquidity position by adopting a prudent financial management approach towards its funding and treasury policies. As at 30 September 2023, the total cash and bank balances of the Group amounted to approximately RMB1,071,934,000 (31 March 2023: approximately RMB977,572,000). Such increase was mainly due to the increase in net operating cash inflows during the Period under Review. (The net operating cash inflows of the Company for the Period under Review were approximately RMB277,677,000, compared to approximately RMB163,679,000 recorded for the same period of last year.)

As at 30 September 2023, the Group's cash and bank balances were mainly held in Renminbi, and part of them were held in Hong Kong dollars and Japanese yen ("JPY").

As at 30 September 2023, the Group recorded net current assets of approximately RMB2,055,515,000 (as at 31 March 2023: approximately RMB1,998,001,000) and its current ratio, calculated by dividing total current assets by total current liabilities, was approximately 4.1 times (as at 31 March 2023: approximately 3.3 times). Capital expenditures for the Period under Review amounted to approximately RMB54,704,000, which was mainly used to fund the addition of factory buildings and mechanical equipment.

As at 30 September 2023, the Group had no outstanding bank loans and other borrowings (31 March 2023: Nil)

As at 30 September 2023, the Group's gearing ratio was approximately 0.18%, calculated by dividing the sum of bank loans and other borrowings, and lease liabilities by the total equity (31 March 2023: 0.12%).

### 期內溢利

由於上述各項因素，本集團回顧期的溢利為約人民幣221,258千元，較去年同期減少約26.4%，減少約人民幣79,435千元。

### 流動資金、財務資源及債務結構

於回顧期內，本集團通過其融資及庫務政策採取審慎的財務管理方針，繼續維持良好及穩健的流動資金狀況。於二零二三年九月三十日，本集團之現金及銀行結餘合計約為人民幣1,071,934千元（二零二三年三月三十一日：約人民幣977,572千元）。增加主要由於本回顧期內公司經營淨現金流增加所致。（於回顧期內公司經營淨現金流入約人民幣277,677千元，而去年同期則錄得約人民幣163,679千元。）

於二零二三年九月三十日，本集團之現金及銀行結餘主要以人民幣持有，並有部分以港元和日圓持有。

於二零二三年九月三十日，本集團錄得流動資產淨值約人民幣2,055,515千元（二零二三年三月三十一日：約人民幣1,998,001千元）。本集團之流動比率（按流動資產總額除以流動負債總額計算）約為4.1倍（二零二三年三月三十一日：約3.3倍）。回顧期的資本支出約為人民幣54,704千元，主要用作為廠房建築物及機型設備的增加提供資金。

於二零二三年九月三十日，本集團概無未償還之銀行貸款及其他借款（二零二三年三月三十一日：無）。

於二零二三年九月三十日，本集團之槓桿比例約為0.18%，該比例按照銀行借款及其他借款及租賃負債總額除以權益總額計算得出（二零二三年三月三十一日：0.12%）。



## Capital Commitments

As at 30 September 2023, the Group had capital commitments contracted but not provided for amounting to approximately RMB56,272,000 (as at 31 March 2023: approximately RMB112,602,000).

## Significant Investment, Material Acquisition and Disposal of Subsidiaries and Associated Companies

In order to expand its production capacity, the Group invested in fixed assets of approximately RMB54,704,000 during the Period under Review, including approximately RMB50,218,000 in buildings, approximately RMB3,418,000 in machinery and equipment and approximately RMB1,068,000 in other investments.

To satisfy the high demand for CNC machine tools in the PRC market, the Group has planned ahead for the production capacity of the Company in the future. In October 2021, a new company Precision Nakatsu (China) Corporation was incorporated in Pinghu with a registered capital of US\$35,000,000. In this investment project, a land parcel of 50,000 square metres and plant and ancillary buildings of 25,800 square metres have been acquired. As at 30 September 2023, the amount of approximately RMB74,376,000 has been recognized as fixed assets, including approximately RMB40,706,000 for factory buildings, approximately RMB30,247,000 for land use rights and approximately RMB3,423,000 for others. The project is expected to have a production capacity of 4,000 to 4,500 units of CNC precision machine tools in the future with an annual production value of RMB1,000,000,000. In addition, a new plant building for the project, with an investment of approximately RMB130,000,000, began construction during the Period under Review, with approximately RMB46,071,000 having been used so far.

Save as disclosed above, the Group did not hold any other significant investment, nor did the Group make any material acquisition or disposal of subsidiaries and associated companies during the Period under Review.

## Charge on Assets

As at 30 September 2023, the Group had no assets charged to any financial institutions (as at 31 March 2023: nil).

## 資本承擔

於二零二三年九月三十日，本集團擁有已訂約但未撥備之資本承擔：約人民幣56,272千元（二零二三年三月三十一日：約人民幣112,602千元）。

## 重大投資、重要收購及出售附屬公司及聯屬公司

本集團為了擴大產能，於回顧期內增加固定資產投入約人民幣54,704千元，其中房屋建築物投資約人民幣50,218千元，機器設備投資約人民幣3,418千元，其他投資約人民幣1,068千元。

本集團為了滿足中國市場對數控機床的旺盛需求，提前佈局未來公司的產能，已於二零二一年十月在平湖註冊成立了一家新公司－中津精密機床（浙江）有限公司，註冊資本3,500萬美金。該投資項目已購入土地50,000平方米，廠房及附屬建築物25,800平方米。於二零二三年九月三十日止已轉固定資產約人民幣74,376千元，其中廠房約人民幣40,706千元，土地使用權約人民幣30,247千元，其他約為人民幣3,423千元。該項目未來預計產能4,000-4,500台數控精密機床，年產值可達人民幣10億元。另外，該項目計劃建設的一棟新廠房，投資額約人民幣1.3億元，於回顧期內已開工建設，目前已投入資金約人民幣46,071千元。

除上述所披露，本集團於回顧期並無持有任何其他重大投資或進行任何重大收購或出售附屬公司及聯屬公司。

## 資產抵押

於二零二三年九月三十日，本集團並無向任何金融機構抵押其他資產（二零二三年三月三十一日：無）。

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### Contingent Liabilities

As at 30 September 2023, the Group had no material contingent liabilities.

### Currency Risk and Management

Apart from a few overseas businesses that are settled in JPY and United States dollars, the sales and procurement of the Group are mainly denominated in Renminbi. As such, the management of the Group believes that the Company does not have significant currency exchange risk.

During the Period under Review, the Group did not enter into any foreign currency forward contracts or use any derivative contracts to hedge against its exposure. The Group manages its currency risk by closely monitoring the movement of the foreign currency exchange rates and may consider hedging against significant foreign currency exposure should the need arises.

### Future Plans for Material Investments or Capital Assets

Save as disclosed in this report, the Group did not have any future plans for material investments or capital assets as at 30 September 2023.

### Employees and Remuneration Policy

As at 30 September 2023, the Group employed 2,177 employees (31 March 2023: 2,238), of whom 11 (31 March 2023: 11) were transferred employees from the Controlling Shareholder. The Group's staff costs (including salaries, bonuses, social insurance, commercial insurance and provident funds) amounted to approximately RMB182,115,000 in aggregate (including directors' emoluments) (for the six months ended 30 September 2022: RMB186,813,000), accounting for approximately 12.19% of the total revenue of the Group during the Period under Review.

The Group offers attractive remuneration packages, including competitive fixed salaries plus performance-based annual bonuses, and continuously provides tailored trainings to its employees to promote their upward mobility in the organisation and foster their loyalty. The Group's employees are subject to regular job performance reviews, which have bearing on their promotion prospects and compensation. Remuneration is determined with reference to market practice and individual employee's performance, qualifications and experience.

### 或然負債

於二零二三年九月三十日，本集團並無重大或然負債。

### 貨幣風險及管理

本集團除少數海外業務以日圓及美元結算外，主要以人民幣進行銷售及採購，所以本集團的管理層判斷公司不存在重大匯兌風險。

於回顧期內，本集團並無訂立任何外匯遠期合約或使用任何衍生工具合約來對沖此風險。本集團密切監視外匯匯率變化以管理貨幣風險並會在必要時考慮對沖重大外匯風險。

### 重大投資或資本資產的未來計劃

除於本報告所披露者外，本集團於二零二三年九月三十日並無任何重大投資或資本資產的未來計劃。

### 僱員及薪酬政策

於二零二三年九月三十日，本集團聘用2,177名僱員（二零二三年三月三十一日：2,238名），其中11名（二零二三年三月三十一日：11名）為來自控股股東的借調員工。本集團的員工成本（包括薪金、獎金、社會保險、商業保險及公積金）總額約為人民幣182,115千元（包括董事酬金）（二零二二年九月三十日止六個月：人民幣186,813千元），約佔本集團回顧期內收入總額的12.19%。

本集團提供具有吸引力的薪酬方案，包括具有競爭力的固定薪金加上年度績效獎金，並持續向僱員提供專門培訓，促進僱員於架構內向上流動及提升僱員忠誠度。本集團的僱員須接受定期工作績效考核，從而釐定其晉升前景及薪酬。薪酬乃參考市場常規及個別僱員表現、資歷及經驗而釐定。

## OUTLOOK

The lingering complicated global environment, coupled with the confrontations between countries brought about by geopolitical landscape have brought on a worldwide impact. Whether and to what extent new investments in the domestic manufacturing industry will be adversely affected remains to be kept under careful observation over time in the future. On the other hand, the PRC government has made clear its positive viewpoint in promoting the development of the private economy, and has rolled out a number of economic stimulus policies, continuously giving priorities to high-end manufacturing. Favorable policies for industrial machine tools are frequently introduced to support the medium and long-term development of the CNC machine tools industry, and the positive aspects of its effectiveness will take time to be manifested.

Currently, the demand for CNC machine tools in Mainland China is still lower than that of the same period of last year. However, feedback from downstream customers indicates that it may bottom out in the third quarter of this year, the demand for which may start to pick up within the year or the first half of next year. In terms of each downstream segment, the new energy automobile industry has experienced a contraction in demand for capital expenditure this year following a large-scale capacity expansion over the past two years. However, the industrial automation, healthcare industry and mold industry have outperformed year-on-year.

In the face of various changes in the market, the Group will pay close attention to industry development trends, through launch of new products and optimisation of its product portfolio in a flexible manner so as to meet customer needs. Meanwhile, the Company will strive to maintain its competitive edge and embraces market opportunities by reducing costs and enhancing the cost effectiveness of its products.

The Group firmly believes that the domestic market of medium and high-end CNC machine tools is still in the stage of expansion; China has the world's largest manufacturing industry, and the transformation of the industry to high value-added technology-intensive manufacturing, or even to intelligent manufacturing, is still the main trend for the development of China's manufacturing industry while potential demands for CNC machine tools remain strong.

The Group will also continue to optimise its manufacturing processes and implement measures for energy saving and emission reduction in the course of our daily business, so as to enhance the efficiency of resource utilisation and promote the practice of sustainable development, thereby bringing positive contributions to the society and the environment.

## 展望

全球局勢仍然錯綜複雜，地緣政治帶來的國與國之間的對立，進而對全球化佈局產生的影響，對國內製造業新的投資是否產生不利影響以及程度，在今後隨著時間的推移，還需要仔細觀察。另一方面，政府在推動民營經濟發展方面明確了積極的態度，並出台多項經濟刺激政策，而且不斷向高端製造傾斜，工業母機利好政策頻出，支持數控機床行業的中、長期發展，諸如此類利好方面，其效果也需要時間驗證。

目前，內地數控機床的需求仍然低於去年同期，但從下游客戶的回饋顯示，今年第三季度可能觸底，年內或明年上半年仍有可能開始回暖。從各下游細分行業而言，新能源汽車業經過前兩年大規模產能擴張後，今年資本開支需求有所收縮，但工業自動化、醫療行業和模具行業的同比表現較好。

面對市場諸多變化，本集團將密切關注行業發展趨勢，通過投入新產品，靈活優化產品組合，以滿足客戶的需求，同時通過降低成本、提高產品的性價比，以保持競爭優勢並迎接市場機遇。

本集團堅信，國內中高端數控機床市場尚處於擴張階段；中國擁有全球最大規模的製造業，行業向高附加值的技術密集型甚至智慧化製造轉型，仍然是中國製造業發展的主旋律，數控機床仍有較強的潛在需求。

本集團亦將繼續優化生產工藝，並在日常的業務流程中落實節能減排措施，提高資源利用效率，推動可持續發展的實踐，為社會和環境做出積極貢獻。

## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論及分析

In conclusion, despite the challenges in the market, the Group has strong confidence in the development of the CNC machine tools market in China, and will continue to pay close attention to the market changes and adjust its strategies in a flexible manner to capture opportunities, and endeavour to enhance the competitiveness of its products and increase its market share, so as to lay a solid foundation for long-term growth. The Group will also maintain a stable dividend policy with continuous efforts in order to generate investment return for our shareholders.

### EVENTS AFTER THE END OF THE PERIOD UNDER REVIEW

The Board approved an adoption of a share award scheme on 10 November 2023 (the “**Scheme**”) to (i) recognise contributions made by certain eligible participants and to provide them with incentives to contribute to the Group and increase the value of the Company and the Shares, thereby benefiting the Company and the Shareholders as a whole; and (ii) retain talents and attract suitable personnel for further development of the Group. The Scheme is a share award scheme pursuant to which existing Shares will be purchased by BOCI Trustee (Hong Kong Limited), the trustee appointed by the Company, from the secondary market out of cash contributed by the Group and be held on trust for the selected participants until such Shares are vested with the selected participants in accordance with the rules of the Scheme. Details of the Scheme have been disclosed in the announcement of the Company dated 10 November 2023.

Save as disclosed above and in this report, the Board was not aware of any material events relating to the business or financial performance of the Group after the Period under Review and up to the date of this report.

### NO MATERIAL CHANGE

Save as disclosed in this report, during the six months ended 30 September 2023, there has been no material change in the Group’s financial position or business since the publication of the latest annual report of the Company for the year ended 31 March 2023.

### INTERIM DIVIDENDS

The Board declared the payment of an interim dividend of HK\$0.4 per share for the six months ended 30 September 2023 (2022: HK\$0.4) to the shareholders of the Company whose names appear on the register of members of the Company as at Tuesday, 12 December 2023, the payment of which is expected to be made on Friday, 12 January 2024.

總結而言，儘管當前市場挑戰重重，本集團對中國數控機床市場的發展空間持有堅定信心。本集團將繼續密切關注市場變化，靈活調整策略，緊握機遇，並致力提高產品競爭力，提升市場佔有率，為長遠增長打下堅實基礎。本集團亦繼續穩定的分紅政策，為股東創造投資收益。

### 回顧期結束後事項

董事會於二零二三年十一月十日批准採納了一項股份獎勵計劃（「**該計劃**」），以(i)認可若干合資格參與者的貢獻，並激勵他們為本集團做出貢獻，提升本公司及股份的價值，從而使本公司及股東整體受益；及(ii)為本集團的進一步發展挽留人才及吸引合適的人才。該計劃是一項股份獎勵計劃，根據該計劃，本公司指定的受託人中銀國際信託（香港有限公司）將以本集團出資的現金從二級市場購買現有股份，並以信託方式為選定參與者持有，直至該等股份根據該計劃的規則歸屬於選定參與者。該計劃的詳情已在本公司於二零二三年十一月十日發佈的公告中披露。

除以上及本報告披露的內容外，於回顧期後及直至本報告日期，董事會並不知悉任何與本集團業務或財務表現相關的重大事項。

### 無重大變化

除本報告披露的內容外，自本公司發佈截至二零二三年三月三十一日止年度的最新年報以來，截至二零二三年九月三十日止六個月期間，本集團的財務狀況或業務沒有發生重大變化。

### 中期股息

董事會宣佈向於二零二三年十二月十二日（星期二）名列本公司股東名冊的本公司股東派發截至二零二三年九月三十日止六個月之每股中期股息0.4港元（二零二二年：0.4港元），預期將於二零二四年一月十二日（星期五）派付。



### CLOSURE OF REGISTER OF MEMBERS

The register of members of the Company will be closed for the period from Friday, 8 December 2023 to Tuesday, 12 December 2023 (both days inclusive), during which no transfer of shares will be registered. In order to be eligible for the interim dividend, all transfer documents accompanied by the relevant share certificates must be lodged with the Company's Hong Kong share registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not later than 4:30 p.m. on Thursday, 7 December 2023.

### PURCHASE, SALE OR REDEMPTION OF THE LISTED SECURITIES OF THE COMPANY

There was no purchase, sale and redemption of any listed securities of the Company by the Company or any of its subsidiaries for the Period under Review.

### 暫停辦理股份過戶登記手續

本公司將於二零二三年十二月八日(星期五)至二零二三年十二月十二日(星期二)(包括首尾兩日)期間暫停辦理股份過戶登記手續，期間不會登記任何股份轉讓。為符合資格享有中期股息，股東須於二零二三年十二月七日(星期四)下午四時三十分前將所有過戶文件連同有關股票交回本公司的香港股份過戶登記處卓佳證券登記有限公司，地址為香港夏慤道16號遠東金融中心17樓。

### 購買、出售或贖回本公司上市證券

本公司或其任何附屬公司於回顧期內概無購買、銷售或購回任何本公司上市證券。

## OTHER INFORMATION

### 其他資料

#### PUBLIC FLOAT

Based on information that was publicly available to the Company and to the best knowledge of the Board, as of the date of this report, the Company maintained the public float requirement as prescribed under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (the “**Listing Rules**”) of not less than 25%.

#### 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 September 2023, the interests and short positions of the Directors and chief executive of the Company in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (the “**SFO**”)) which will have to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which the Directors and chief executive are taken or deemed to have under such provisions of the SFO), or which will be required, pursuant to section 352 of the SFO, to be recorded in the register maintained by the Company referred to therein, or which will be required, pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix 10 to the Listing Rules (the “**Model Code**”), to be notified to the Company and the Stock Exchange, were as follows:

##### (I) The Company

Name of Director	Position	Long/short positions	Capacity	Number of shares held	Note	Percentage of issued shares
董事姓名	職位	好倉／淡倉	身份	所持股份數目	附註	佔已發行股份之百分比
Tang Donglei	Chairman, chief executive officer and executive Director	Long position	Beneficial owner	150,000	1	0.039%
唐東雷	主席及行政總裁兼執行董事	好倉	實益擁有人			

Note:

1. This represents the shares beneficially held by Dr. Tang Donglei in his personal capacity.

#### 公眾持股量

根據公開予本公司查閱的資料並就董事會所知，截至本報告日期，本公司維持香港聯合交易所有限公司（「聯交所」）證券上市規則（「上市規則」）所訂明不少於25%的公眾持股量。

#### 董事及最高行政人員於本公司及其相聯法團的股份、相關股份及債權證中擁有的權益及淡倉

於二零二三年九月三十日，本公司董事及最高行政人員於本公司或其任何相聯法團（定義見證券及期貨條例第XV部）的股份、相關股份及債權證中擁有根據證券及期貨條例第XV部第7及8分部須知會本公司及聯交所的權益及淡倉（包括董事及最高行政人員根據證券及期貨條例的有關規定計作或被視為擁有的權益及淡倉），或根據證券及期貨條例第352條須記錄於本公司根據該條例所存置的登記冊的權益及淡倉，或根據上市規則附錄十所載上市發行人董事進行證券交易的標準守則（「標準守則」）須知會本公司及聯交所的權益及淡倉如下：

##### (I) 本公司

Number of shares held	Note	Percentage of issued shares
所持股份數目	附註	佔已發行股份之百分比

附註：

1. 指唐東雷博士以其個人身份實益持有的股份。

## (III) Associated corporation (within the meaning of Part XV of the SFO) – Tsugami Japan

## (III) 相聯法團(定義見證券及期貨條例第XV部) – 日本津上

Name of Director	Position	Long/short positions	Capacity	Number of shares held in the associated corporation 於相聯法團的股份數目	Note	Percentage of shareholding in the associated corporation 佔相聯法團的股權百分比
姓名	職位	好倉／淡倉	身份		附註	
Tang Donglei	Chairman, chief executive officer and executive Director	Long position	Beneficial owner	13,000	1	0.026%
唐東雷	主席及行政總裁兼執行董事	好倉	實益擁有人			
Takao Nishijima	Non-executive Director	Long position	Beneficial owner	414,000	2	0.828%
西嶋尚生	非執行董事	好倉	實益擁有人			
Mami Matsushita	Non-executive Director	Long position	Beneficial owner	18,200	3	0.0364%
松下真実	非執行董事	好倉	實益擁有人			
Kenji Yoneyama	Non-executive Director	Long position	Beneficial owner	14,700	4	0.0294%
米山賢司	非執行董事	好倉	實益擁有人			

## Notes:

1. This represents the shares beneficially held by Dr. Tang Donglei in his personal capacity.
2. This represents the shares beneficially held by Mr. Takao Nishijima in his personal capacity.
3. This represents the shares beneficially held by Ms. Mami Matsushita in her personal capacity.
4. This represents the shares beneficially held by Mr. Kenji Yoneyama in his personal capacity.

## 附註：

1. 指唐東雷博士以其個人身份實益持有的股份。
2. 指西嶋尚生先生以其個人身份實益持有的股份。
3. 指松下真実女士以其個人身份實益持有的股份。
4. 指米山賢司先生以其個人身份實益持有的股份。

Except as disclosed above, as at 30 September 2023, none of the Directors or chief executive of the Company was interested or deemed to be interested in the long and short positions in the shares, underlying shares and/or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO), which will be required to be (i) notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO; or (ii) recorded in the register maintained by the Company as required pursuant to section 352 of the SFO as aforesaid; or (iii) notified to the Company and the Stock Exchange pursuant to the Model Code.

除上文所披露者外，於二零二三年九月三十日，概無本公司董事或最高行政人員於本公司或其任何相聯法團(定義見證券及期貨條例第XV部)的股份、相關股份及／或債權證的好倉及淡倉中擁有或被視為擁有須(i)根據證券及期貨條例第XV部第7及8分部知會本公司及聯交所；或(ii)如上述根據證券及期貨條例第352條的規定記錄於本公司存置的登記冊；或(iii)根據標準守則知會本公司及聯交所的權益。

## OTHER INFORMATION

### 其他資料

#### SUBSTANTIAL SHAREHOLDERS' INTERESTS

##### Substantial shareholders' interests or short positions in the shares and underlying shares of the Company

As at 30 September 2023, so far as any of the Directors or chief executive of the Company is aware, the following persons/entities had, or were deemed to have, interests or short positions in the shares or underlying shares of the Company, which will have to be notified to the Company and the Stock Exchange pursuant to provisions of Divisions 2 and 3 of Part XV of the SFO or which ought to be recorded in the register of the Company required to be kept under section 336 of the SFO:

Name of substantial Shareholder	Long/short positions	Capacity	Number of shares	Note	Percentage of issued shares 佔已發行股份之百分比
主要股東名稱	好倉／淡倉	身份	股份數目	附註	
Tsugami Japan 日本津上	Long position 好倉	Beneficial owner 實益擁有人	270,000,000	1	70.90%
FIL Limited	Long position 好倉	Interest held by controlled corporation(s) 受控法團持有之權益	23,399,000	2	6.14%
Pandanus Associates Inc.	Long position 好倉	Interest held by controlled corporation(s) 受控法團持有之權益	23,399,000	2	6.14%
Pandanus Partners L.P.	Long position 好倉	Interest held by controlled corporation(s) 受控法團持有之權益	23,399,000	2	6.14%
FMR LLC	Long position 好倉	Interest held by controlled corporation(s) 受控法團持有之權益	19,049,425	3	5.00%

Notes:

- The 270,000,000 shares were beneficially owned by Tsugami Japan.
- Pandanus Associates Inc. held 100% interests in Pandanus Partners L.P., which in turn held 37.01% interests in FIL Limited. FIL Limited held 100% interests in FIL Asia Holdings Pte Limited, which was deemed to be interested in 20,999,000 shares of the Company in long position. Furthermore, FIL Limited held 82.00% interests in 483A Bay Street Holdings LP, which was deemed to be interested in 2,400,000 shares of the Company in long position. Therefore, each of Pandanus Associates Inc. and Pandanus Partners L.P. was deemed to be interested in 23,399,000 shares of the Company in long position held by FIL Limited.

#### 主要股東權益

##### 主要股東於本公司的股份及相關股份中擁有的權益或淡倉

於二零二三年九月三十日，就任何本公司董事或最高行政人員所知，下列人士／實體於本公司股份或相關股份中擁有或被視作擁有根據證券及期貨條例第XV部第2及第3分部條文須知會本公司及聯交所或須列入本公司根據證券及期貨條例第336條須予存置的登記冊的權益或淡倉如下：

附註：

- 該270,000,000股股份為日本津上實益持有。
- Pandanus Associates Inc.持有Pandanus Partners L.P.之100%權益，而Pandanus Partners L.P.持有FIL Limited之37.01%權益。FIL Limited持有FIL Asia Holdings Pte Limited之100%權益，而FIL Asia Holdings Pte Limited被視為於本公司20,999,000股好倉股份中擁有權益。此外，FIL Limited持有483A Bay Street Holdings LP之82.00%權益，而483A Bay Street Holdings LP被視為於本公司2,400,000股好倉股份中擁有權益。因此，Pandanus Associates Inc.及Pandanus Partners L.P.各自被視為於FIL Limited持有之本公司23,399,000股好倉股份中擁有權益。



3. The 19,049,425 shares of the Company in long position comprised 4,295,972 shares directly held by FIAM LLC and 14,753,453 shares directly held by Fidelity Management & Research Company LLC. FIAM LLC and Fidelity Management & Research Company LLC are wholly-owned subsidiaries of FMR LLC, which was deemed to be interested in 19,049,425 shares of the Company in long position.

Except as disclosed above, as at 30 September 2023, the Directors and chief executive of the Company were not aware of any persons/entities (other than the Directors or chief executive of the Company) who had, or were deemed to have, an interest or short positions in the shares or underlying shares of the Company which will have to be notified to the Company and the Stock Exchange pursuant to provisions of Divisions 2 and 3 of Part XV of the SFO or which ought to be recorded in the register of the Company required to be kept under section 336 of the SFO.

## SHARE OPTION SCHEME

During the Period under Review, the Company did not have any subsisting share option scheme.

## CHANGES IN INFORMATION OF DIRECTORS AND CHIEF EXECUTIVE

The changes in information of the Directors during the period from 1 April 2023 to the date of this report are set out as follows:

Dr. Tang Donglei, an executive Director and the Chairman, ceased to be the president of Precision Tsugami (China) Corporation, legal representative of Shinagawa Precision Machinery (Zhejiang) Co., Ltd and legal representative of Precision Tsugami (Anhui) Corporation from 1 October 2023.

Mr. Kenji Yoneyama, a non-executive Director, was appointed as the representative director and chairman of Tsugami General Service Co., Ltd, director of Tsugami (Thai) Co., Ltd and director of Tsugami Universal Pte., Ltd in June 2023 and appointed as the director of Precision Tsugami (China) Corporation in October 2023.

Save as disclosed above, as of the date of this report, there has been no change in the information of the Directors and the chief executive of the Company required to be disclosed pursuant to Rule 13.51B(1) of the Listing Rules.

3. 本公司之19,049,425股好倉股份包括由FIAM LLC直接持有之4,295,972股股份及由Fidelity Management & Research Company LLC直接持有之14,753,453股份。FIAM LLC及Fidelity Management & Research Company LLC均為FMR LLC之全資附屬公司，FMR LLC被視為於本公司19,049,425股好倉股份中擁有權益。

除上文所披露者外，於二零二三年九月三十日，本公司董事及最高行政人員概不知悉任何人士／實體（本公司董事或最高行政人員除外）於本公司股份或相關股份中擁有或被視為擁有根據證券及期貨條例第XV部第2及3分部條文須知會本公司及聯交所或須列入本公司根據證券及期貨條例第336條須予存置的登記冊的權益或淡倉。

## 購股權計劃

於回顧期，本公司並無任何存續的購股權計劃。

## 董事及最高行政人員資料變動

於二零二三年四月一日至本報告日期期間，董事資料之變動載列如下：

本公司執行董事兼主席唐東雷博士於二零二三年十月一日起不再擔任津上精密機床（浙江）有限公司總裁，浙江品川精密機械有限公司法定代表及安徽津上精密機床有限公司法定代表。

本公司非執行董事米山賢司先生於二零二三年六月獲委任為Tsugami General Service Co., Ltd代表董事兼主席、Tsugami (Thai) Co., Ltd董事和Tsugami Universal Pte., Ltd董事，並於二零二三年十月獲委任為津上精密機床（浙江）有限公司董事。

除上文所披露者外，截至本報告日期，並無根據上市規則第13.51B(1)條規定須予披露的董事及本公司最高行政人員資料變動。

## OTHER INFORMATION

### 其他資料

## COMPLIANCE WITH CORPORATE GOVERNANCE CODE

The Company has adopted the Corporate Governance Code (the “**CG Code**”) under Appendix 14 to the Listing Rules as its own code of corporate governance since the listing of the shares of the Company on 25 September 2017. The Company has complied with the code provisions of the CG Code set out therein during the Period under Review, save for the deviation from code provisions C.1.8 and C.2.1 of the CG Code due to reasonable grounds (as explained below).

During the Period under Review, the potential legal actions against the Directors of the Company were covered by the Company’s internal risk management and controls. As the Company is of the view that there is no additional risk, no insurance arrangements have been made for the Directors in accordance with code provision C.1.8 of the CG Code.

Dr. Tang Donglei has been serving as both the Chairman and Chief Executive Officer of the Company with effect from 1 April 2022. Pursuant to code provision C.2.1 of the CG Code, the roles of Chairman and Chief Executive Officer should be separated and should not be performed by the same individual. Accordingly, the Company has deviated from the relevant code provision of the CG Code. The Board however believes that it is in the interests of the Company to vest the roles of both the Chairman and the Chief Executive Officer of the Company in the same person, so as to ensure consistent leadership within the Group and facilitate the prompt execution of the Group’s business strategies and boost operation effectiveness. The Board also believes that the balance of power and authority under this arrangement will not be impaired, as all major decisions of the Group must be made in consultation with the Board as a whole, together with its relevant committees, which comprise experienced and high calibre individuals, including three independent non-executive Directors who are in the position to provide independent insights to the Board and monitor the management and operation of the Company. The Board will periodically review and consider the effectiveness of this arrangement by taking into account the circumstances of the Group as a whole.

## 遵守企業管治守則

自本公司股份於二零一七年九月二十五日上市起，本公司已採納上市規則附錄十四項下的企業管治守則（「**企業管治守則**」），作為其本身的企業管治守則。除因合理原因（如下文所闡釋）而偏離企業管治守則的守則條文第C.1.8條及第C.2.1條外，於回顧期內，本公司一直遵守企業管治守則所載的守則條文。

於本回顧期內，本公司董事可能面臨的法律行動已涵蓋於本公司的內部風險管理及監控。由於本公司認為不存在額外風險，故並無根據企業管治守則的守則條文第C.1.8條的規定為董事作出保險安排。

唐東雷博士由二零二二年四月一日起同時擔任本公司董事會主席兼行政總裁。根據企業管治守則內的守則條文第C.2.1條，主席與行政總裁的角色應有區分，並不應由一人同時兼任。因此，本公司偏離企業管治守則的有關守則條文。然而，董事會相信，由同一人士擔任本公司董事會主席及行政總裁符合本公司的利益，有助於在本集團內確保一致的領導及促進本集團業務策略的迅速執行並提高運營效率。董事會亦相信，由於本集團的所有重大決定都必須在與整個董事會及其相關委員會磋商後作出，這些委員會由經驗豐富的人士組成，包括三名獨立非執行董事提供獨立見解並監察本公司的管理及營運，因此此安排下的權力和授權平衡不會受到損害。董事會將根據本集團的整體情況，定期檢討及考慮此安排的有效性。

## COMPLIANCE WITH THE MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS OF LISTED COMPANIES

The Company has adopted the Model Code as the code of conduct in respect of transactions in securities of the Company by the Directors. Having made specific enquiries with all the Directors, the Company confirms that all the Directors have complied with the required standard as set out in the Model Code during the Period under Review.

## REVIEW OF INTERIM RESULTS

The audit committee of the Company has reviewed the Group's unaudited condensed consolidated interim financial results for the six months ended 30 September 2023 including the accounting principles and standards adopted by the Group and discussed with the management in respect of the auditing, risk management, internal control and financial information. At the request of the Board, the Company's external auditor, Ernst & Young, has carried out a review of the unaudited condensed consolidated interim financial results in accordance with Hong Kong Standard on Review Engagement 2410 issued by the Hong Kong Institute of Certified Public Accountants.

By order of the Board

**Precision Tsugami (China) Corporation Limited**

**Dr. Tang Donglei**

*Chairman, Chief Executive Officer and Executive Director*

## 遵守上市公司董事進行證券交易的標準守則

本公司已採納標準守則為董事進行本公司證券交易的行為守則。向全體董事作出具體查詢後，本公司確認全體董事於回顧期內一直遵守標準守則所規定的標準。

## 審閱中期業績

本公司審核委員會已審閱本集團截至二零二三年九月三十日止六個月的未經審核簡明綜合中期財務業績，包括本集團採納的會計原則準則，並與管理層討論有關審核、風險管理及內部監控及財務資料之事項。本公司外部核數師安永會計師事務所已應董事會要求按照香港會計師公會發出的香港審閱委聘準則第2410號對該等未經審核簡明綜合中期財務業績進行審閱。

承董事會命

津上精密機床(中國)有限公司

主席及行政總裁兼執行董事

唐東雷博士

# INDEPENDENT REVIEW REPORT

## 獨立審閱報告

### Independent review report

To the board of directors of Precision Tsugami (China) Corporation Limited  
(Incorporated in the Cayman Islands with limited liability)

## INTRODUCTION

We have reviewed the interim financial information set out on pages 24 to 48, which comprises the condensed consolidated statement of financial position of Precision Tsugami (China) Corporation Limited (the “**Company**”) and its subsidiaries (the “**Group**”) as at 30 September 2023 and the related condensed consolidated statements of profit or loss and other comprehensive income, changes in equity and cash flows for the six-month period then ended, and explanatory notes. The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited require the preparation of a report on interim financial information to be in compliance with the relevant provisions thereof and International Accounting Standard 34 *Interim Financial Reporting* (“**IAS 34**”) issued by the International Accounting Standards Board (the “**IASB**”). The directors of the Company are responsible for the preparation and presentation of this interim financial information in accordance with IAS 34. Our responsibility is to express a conclusion on this interim financial information based on our review. Our report is made 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* issued by the Hong Kong Institute of Certified Public Accountants (“**HKICPA**”). A review of interim financial information 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.

### 獨立核數師報告(續)

致津上精密機床(中國)有限公司全體股東：  
(於開曼群島註冊成立的有限公司)

## 引言

吾等已審閱載於第24至48頁的中期財務資料，其中包括津上精密機床(中國)有限公司(「**貴公司**」)及其附屬公司(統稱「**貴集團**」)於二零二三年九月三十日的簡明綜合財務狀況表，連同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、權益變動表及現金流量表以及說明附註。香港聯合交易所有限公司證券上市規則規定，就中期財務資料發出的報告須按香港聯合交易所有限公司證券上市規則相關條文及國際會計準則理事會(「**國際會計準則理事會**」)頒佈的國際會計準則第34號中期財務報告(「**國際會計準則第34號**」)編製。貴公司之董事須負責根據國際會計準則第34號編製及呈列本中期財務資料。吾等之責任為根據吾等之審閱對本中期財務資料作出結論，並按協定的委聘條款僅向全體董事會報告。除此之外，本報告不可作其他用途。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(「**香港會計師公會**」)頒佈的香港審閱委聘準則第2410號由實體獨立核數師審閱中期財務資料進行審閱。審閱中期財務資料的工作包括主要向負責財務與會計事務的人員作出查詢、進行分析以及其他審閱程式。審閱的範圍遠小於根據香港核數準則進行審核的範圍，故無法確保吾等獲悉在審核中可能發現的所有重大事項。因此，吾等並不發表審核意見。



## CONCLUSION

Based on our review, nothing has come to our attention that causes us to believe that the interim financial information is not prepared, in all material respects, in accordance with IAS 34.

*Ernst & Young*  
Certified Public Accountants  
Hong Kong

10 November 2023

## 審閱結論

根據吾等的審閱工作，吾等並未察覺任何事項使吾等認為中期財務資料未能在所有重大方面按照國際會計準則第34號的要求而編製。

安永會計師事務所  
執業會計師  
香港

二零二三年十一月十日

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

## 中期簡明綜合損益表及其他全面收益表

For the six months ended 30 September 2023 截至二零二三年九月三十日止六個月

		For the six months ended 30 September 截至九月三十日止六個月	
		2023 二零二三年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2022 二零二二年 RMB'000 人民幣千元 (Unaudited) (未經審核)
		Notes 附註	
<b>REVENUE</b>	收入	5	<b>1,494,386</b>
Cost of sales	銷售成本		2,200,360
<b>GROSS PROFIT</b>	毛利		<b>(1,080,309)</b>
Other income and gains	其他收入及收益		414,077
Selling and distribution expenses	銷售及分銷開支		534,098
Administrative expenses	行政開支		49,056
Impairment loss on financial assets, net	金融資產減值收益		(76,062)
Other expenses	其他開支		(75,672)
Finance costs	融資成本		(54,207)
			1,326
			571
			(7,545)
			(4,306)
			(606)
			(70)
<b>PROFIT BEFORE TAX</b>	除稅前溢利	6	<b>326,039</b>
Income tax expense	所得稅開支	7	442,776
			<b>(104,781)</b>
			(142,083)
<b>PROFIT FOR THE PERIOD</b>	期內溢利		<b>221,258</b>
			300,693
<b>TOTAL COMPREHENSIVE INCOME FOR THE PERIOD</b>	期內全面收益總額		<b>221,258</b>
			300,693
Attributable to:	以下人士應佔：		
Owners of the parent	母公司擁有人		<b>221,258</b>
			300,693

  

		For the six months ended 30 September 截至九月三十日止六個月	
		2023 二零二三年 RMB 人民幣元 (Unaudited) (未經審核)	2022 二零二二年 RMB 人民幣元 (Unaudited) (未經審核)
<b>EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT</b>	母公司普通權益持有人應佔每股盈利		
Basic and diluted	基本及攤薄		
– For profit for the period	– 期內溢利	9	<b>0.58</b>
			0.79

# INTERIM CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

## 中期簡明綜合財務狀況報表

30 September 2023 截至二零二三年九月三十日止六個月

			30 September 2023 二零二三年 九月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 March 2023 二零二三年 三月三十一日 RMB'000 人民幣千元 (Audited) (經審核)
<b>NON-CURRENT ASSETS</b>	<b>非流動資產</b>			
Property, plant and equipment	物業、廠房及設備	10	563,555	535,989
Right-of-use assets	使用權資產		73,248	71,708
Intangible assets	無形資產		5,229	5,144
Equity investments designated at fair value through other comprehensive income	指定為以公允價值計量且其變動計入其他綜合收益的股權投資		3,775	2,800
Deferred tax assets	遞延稅項資產		24,723	23,314
<b>Total non-current assets</b>	<b>非流動資產總值</b>		<b>670,530</b>	638,955
<b>CURRENT ASSETS</b>	<b>流動資產</b>			
Inventories	存貨		883,526	1,055,191
Trade and notes receivables	應收貿易款項及票據	11	738,106	817,892
Prepayments, other receivables and other assets	預付款項、其他應收款項及其他資產		19,534	19,755
Cash and bank balances	現金及銀行結餘		1,071,934	977,572
<b>Total current assets</b>	<b>流動資產總值</b>		<b>2,713,100</b>	2,870,410
<b>CURRENT LIABILITIES</b>	<b>流動負債</b>			
Trade and notes payables	應付貿易款項及票據	12	393,577	626,673
Other payables and accruals	其他應付款項及應計費用		187,637	166,472
Lease liabilities	租賃負債		2,258	1,719
Tax payable	應付稅項		66,742	67,871
Provision	撥備		7,371	9,674
<b>Total current liabilities</b>	<b>流動負債總額</b>		<b>657,585</b>	872,409
<b>NET CURRENT ASSETS</b>	<b>流動資產淨值</b>		<b>2,055,515</b>	1,998,001
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>	<b>資產總值減流動負債</b>		<b>2,726,045</b>	2,636,956
<b>NON-CURRENT LIABILITIES</b>	<b>非流動負債</b>			
Lease liabilities	租賃負債		2,441	1,439
Deferred tax liabilities	遞延稅項負債		84,439	78,106
Deferred income	遞延收入		15,994	16,418
Other liabilities	其他長期負債		13,142	12,100
<b>Total non-current liabilities</b>	<b>非流動負債總額</b>		<b>116,016</b>	108,063
<b>Net assets</b>	<b>資產淨值</b>		<b>2,610,029</b>	2,528,893
<b>EQUITY</b>	<b>權益</b>			
<b>Equity attributable to owners of the parent</b>	<b>母公司擁有人應佔權益</b>			
Issued capital	已發行股本		319,836	319,836
Reserves	儲備		2,290,193	2,209,057
<b>Total equity</b>	<b>權益總額</b>		<b>2,610,029</b>	2,528,893

# INTERIM CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

## 中期簡明綜合權益變動表

For the six months ended 30 September 2023 截至二零二三年九月三十日止六個月

### Attributable to owners of the parent

歸屬於母公司擁有人之權益

		Issued Capital 已發行 股本*	Merger reserve* 合併 儲備*	Share premium reserve* 股份溢價 儲備*	Statutory reserve fund* 法定儲備 基金*	Retained profits* 保留溢利*	Total 所有者 權益總值
<b>At 1 April 2023 (audited)</b>	於二零二三年 四月一日 (經審核)	<b>319,836</b>	<b>(39,964)</b>	<b>327,267</b>	<b>315,099</b>	<b>1,606,655</b>	<b>2,528,893</b>
Total comprehensive income for the period	期內全面收益總額	-	-	-	-	<b>221,258</b>	<b>221,258</b>
Dividend distribution	股息分派	-	-	-	-	<b>(140,122)</b>	<b>(140,122)</b>
<b>At 30 September 2023 (unaudited)</b>	於二零二三年 九月三十日 (未經審核)	<b>319,836</b>	<b>(39,964)</b>	<b>327,267</b>	<b>315,099</b>	<b>1,687,791</b>	<b>2,610,029</b>

### Attributable to owners of the parent

歸屬於母公司擁有人之權益

		Issued Capital 已發行 股本*	Merger reserve* 合併 儲備*	Share premium reserve* 股份溢價 儲備*	Statutory reserve fund* 法定儲備 基金*	Retained profits* 保留溢利*	Total 所有者 權益總值
<b>At 1 April 2022 (audited)</b>	於二零二二年 四月一日 (經審核)	319,836	(39,964)	327,267	251,809	1,362,394	2,221,342
Total comprehensive income for the period	期內全面收益總額	-	-	-	-	300,693	300,693
Dividend distribution	股息分派	-	-	-	-	(131,633)	(131,633)
<b>At 30 September 2022 (unaudited)</b>	於二零二二年 九月三十日 (未經審核)	319,836	(39,964)	327,267	251,809	1,531,454	2,390,402

\* These reserve accounts comprise the consolidated reserves of RMB2,290,193,000 and RMB2,070,566,000 in the condensed consolidated statements of financial position as at 30 September 2023 and 2022, respectively.

\* 該等儲備賬包括於二零二三年及二零二二年九月三十日的簡明綜合財務狀況表中的綜合儲備，分別為人民幣2,290,193千元及人民幣2,070,566千元。

# INTERIM CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

## 中期簡明綜合現金流量表

For the six months ended 30 September 2023 截至二零二三年九月三十日止六個月

		For the six months ended 30 September	
		截至九月三十日止六個月	
		2023	2022
		二零二三年	二零二二年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>	<b>經營業務現金流量</b>		
Profit before tax	除稅前溢利	<b>326,039</b>	442,776
<b>Adjustments for:</b>	<b>調整項目：</b>		
Finance costs	財務成本	6	70
Bank interest income	銀行利息收入	<b>(15,841)</b>	(5,875)
Reversal of impairment loss on trade receivables	應收貿易款項和減值損失撥回	6	(285)
Reversal of impairment loss on financial assets at fair value through other comprehensive income	按公允價值計量且其變動計入其他綜合收益之金融資產減值損失撥回	6	<b>(1,054)</b>
Reversal of impairment loss on prepayments, other receivables and other assets	計入預付款項、其他應收款項及其他資產之金融資產減值損失撥回	6	<b>(2)</b>
Net loss on disposal of items of property, plant and equipment	出售物業、廠房及設備項目淨收益	6	296
Depreciation of property, plant and equipment	物業、廠房及設備折舊	6	<b>26,909</b>
Depreciation of right-of-use assets	使用權資產折舊	6	<b>2,168</b>
Reversal of impairment loss on inventories	存貨跌價撥備轉回	6	<b>(304)</b>
Amortisation of intangible assets	無形資產攤銷	6	<b>663</b>
		<b>338,977</b>	468,344
Decrease in pledged deposits for notes payable	已抵押存款減少	-	6,510
Decrease/(increase) in inventories	存貨減少/(增加)	<b>171,969</b>	(35,204)
Decrease in trade and notes receivables	應收貿易款項及票據減少	<b>81,110</b>	66,447
Decrease/(increase) in prepayments, other receivables and other assets	預付款項、其他應收款項及其他資產減少/(增加)	<b>223</b>	(5,587)
Decrease in trade and notes payables	應付貿易款項及票據減少	<b>(233,096)</b>	(116,958)
Increase/(decrease) in other payables and accruals	其他應付款項及應計費用增加/(減少)	<b>12,903</b>	(6,434)
Increase in other liabilities	其他負債增加	<b>1,042</b>	1,200
Increase/(decrease) in contract liabilities	合同負債增加/(減少)	<b>8,262</b>	(91,654)
Decrease in deferred income	遞延收入減少	<b>(424)</b>	(424)
Decrease in provision	撥備減少	<b>(2,303)</b>	(7)
Cash generated from operations	經營活動產生的現金	<b>378,663</b>	286,233
Income taxes paid	已付所得稅	<b>(100,986)</b>	(122,554)

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# INTERIM CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

## 中期簡明綜合現金流量表

For the six months ended 30 September 2023 截至二零二三年九月三十日止六個月

		For the six months ended 30 September	
		截至九月三十日止六個月	
		2023	2022
		二零二三年	二零二二年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
	附註		
<b>Net cash flows from operating activities</b>	經營活動現金流量流入淨額	<b>277,677</b>	163,679
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>	投資活動現金流量		
Interest received	已收利息	<b>15,841</b>	5,875
Purchases of items of property, plant and equipment	購買物業、廠房及設備項目	<b>(54,704)</b>	(16,798)
Purchase of equity investments designated at fair value through other comprehensive income	購買以公允價值計量且其變動計入其他綜合收益的股權投資	<b>(975)</b>	(2,800)
Proceeds from disposal of items of property, plant and equipment	出售物業、廠房及設備項目所得款項	<b>166</b>	623
Purchases of intangible assets	無形資產增加	<b>(748)</b>	(318)
Investment in time deposits with original maturity of more than three months	投資於原始到期日超過三個月的定期存款	<b>(82,500)</b>	-
<b>Net cash flows used in investing activities</b>	投資活動現金流出淨額	<b>(122,920)</b>	(13,418)
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>	融資活動現金流量		
Repayment of bank loans	償還銀行及其他借貸	<b>-</b>	(22,094)
Dividends paid	已付股息	<b>(140,122)</b>	(131,633)
Interest paid	已付利息	<b>(606)</b>	(70)
Principal portion of lease payments	租賃支付的本金部分	<b>(2,167)</b>	(1,321)
<b>Net cash flows used in financing activities</b>	融資活動現金流出淨額	<b>(142,895)</b>	(155,118)
<b>NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS</b>	現金及現金等價物增加／(減少)淨額	<b>11,862</b>	(4,857)
Cash and cash equivalents at beginning of period	年初的現金及現金等價物	<b>638,572</b>	555,433
<b>CASH AND CASH EQUIVALENTS AT END OF PERIOD</b>	年末的現金及現金等價物	<b>650,434</b>	550,576
<b>ANALYSIS OF BALANCES OF CASH AND CASH EQUIVALENTS</b>	現金及現金等價物的結餘分析：		
Cash and cash equivalents	現金及現金等價物	<b>650,434</b>	550,576

## 1. CORPORATE INFORMATION

The Company is a limited liability company incorporated in the Cayman Islands on 2 July 2013, and its shares have been listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) since 25 September 2017. The registered office address of the Company is PO Box 309, Ugland House, Grand Cayman KY 1-1104, Cayman Islands.

The Company is an investment holding company. During the period, the Group was primarily involved in the manufacture and sale of computer numerical control (“**CNC**”) high precision machine tools.

The holding company and the ultimate holding company of the Company is Tsugami Corporation (the “**Controlling Shareholder**”), a company incorporated in Japan whose shares are listed on the Tokyo Stock Exchange.

## 2. BASIS OF PREPARATION

The interim condensed consolidated financial information for the six months ended 30 September 2023 has been prepared in accordance with IAS 34 *Interim Financial Reporting*. The interim condensed consolidated financial information does not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the Group’s annual consolidated financial statements for the year ended 31 March 2023.

## 1. 公司資料

本公司為一家於二零一三年七月二日在開曼群島註冊成立的有限公司，其股份自二零一七年九月二十五日起在香港聯合交易所有限公司（「**聯交所**」）主板上市。本公司註冊地址位於PO Box 309, Ugland House, Grand Cayman KY 1-1104, Cayman Islands。

本公司乃一家投資控股公司。本集團期內主要從事計算機數字控制（「**數控**」）高精度機床的製造及銷售。

本公司控股公司及最終控股公司（「**控股股東**」）株式會社ツガミ，一家於日本註冊成立及其股份在東京證券交易所上市的公司。

## 2. 編制基準

截至二零二三年九月三十日止六個月的中期簡明綜合財務資料乃根據國際會計準則第34號中期財務報告編製。中期簡明綜合財務資料並不包括規定須在全年財務報表列載的所有資料及披露資料，故應與本集團截至二零二三年三月三十一日止年度的全年綜合財務報表一併閱讀。

# NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 中期簡明綜合財務資料附註

30 September 2023 截至二零二三年九月三十日止六個月

### 3. CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES

The accounting policies adopted in the preparation of the interim condensed consolidated financial information are consistent with those applied in the preparation of the Group's annual consolidated financial statements for the year ended 31 March 2023, except for the adoption of the following new and revised International Financial Reporting Standards ("IFRSs") for the first time for the current period's financial information.

IFRS 17	<i>Insurance Contracts</i>
Amendments to IFRS 17	<i>Insurance Contracts</i>
Amendment to IFRS 17	<i>Initial Application of IFRS 17 and IFRS 9 – Comparative Information</i>
Amendments to IAS 1 and IFRS Practice Statement 2	<i>Disclosure of Accounting Policies</i>
Amendments to IAS 8	<i>Definition of Accounting Estimates</i>
Amendments to IAS 12	<i>Deferred Tax related to Assets and Liabilities arising from a Single Transaction</i>
Amendments to IAS 12	<i>International Tax Reform – Pillar Two Model Rules</i>

### 3. 會計政策的變更及披露

除就本期間的財務資料首次採納下列新訂及經修訂國際財務報告準則（「國際財務報告準則」）外，編製中期簡明綜合財務資料所採用之會計政策與編製本集團截至二零二三年三月三十一日止的全年綜合財務報表時應用者一致。

國際財務報告準則第17號	保險合同
國際財務報告準則第17號（修訂本）	保險合同
國際財務報告準則第17號（修訂本）	國際財務報告準則第17號及國際財務報告準則第9號的首次應用 – 比較信息
國際會計準則第1號及國際財務報告準則實務公告2號（修訂本）	會計政策之披露
國際會計準則第8號（修訂本）	會計估計之定義
國際會計準則第12號（修訂本）	與單一交易產生的資產及負債有關的遞延稅項
國際會計準則第12號（修訂本）	全球稅制改革 – 支柱二立法模板

### 3. CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES (Continued)

The nature and impact of the new and revised IFRSs that are applicable to the Group are described below:

- (a) IFRS 17 is a comprehensive new accounting standard for insurance contracts covering recognition and measurement, presentation and disclosure. IFRS 17 replaces the existing IFRS 4 *Insurance Contracts*. The standard applies to all types of insurance contracts (i.e., life, non-life, direct insurance and re-insurance), regardless of the type of entities that issue them, as well as to certain guarantees and financial instruments with discretionary participation features. A few scope exceptions apply. The overall objective of the standard is to provide an accounting model for insurance contracts that is more useful and consistent for insurers. In contrast to the requirements in IFRS 4, which were largely based on grandfathering previous local accounting policies, the standard provides a comprehensive model for insurance contracts, covering all relevant accounting aspects. The core of the standard is the general model, supplemented by:
- a specific adaptation for contracts with direct participation features (the variable fee approach); and
  - a simplified approach (the premium allocation approach) mainly for short-duration contracts.

As the Group did not have contracts within the scope of IFRS 17, the standard did not have any impact on the financial position or performance of the Group.

### 3. 會計政策的變更及披露(續)

新訂及經修訂國際財務報告準則之性質及影響載述如下：

- (a) 國際財務報告準則第17號為一項綜合性的全新的適用於保險合同的會計準則，包含了確認及計量、呈列及披露。國際財務報告準則第17號取代現有國際財務報告準則第4號保險合同。該準則適用於各類保險合同（如壽險、非壽險、直接保險及再保險），而不論簽發合同的實體類型，同時亦適用於具有酌情分紅特徵的若干擔保及金融工具。存在少數適用範圍例外的情形。該準則的總體目標是為保險人提供一個更實用和更一致的保險合同會計模型。相對於國際財務報告準則第4號（該準則主要沿用過往地方會計政策）的規定，該準則為保險合同提供一套綜合性模型，涵蓋所有相關會計方面。該準則的核心為一般模型，由以下各項進行補充：
- 具有直接分紅特徵的合同的特定模型（浮動收費法）；及
  - 主要適用於短期合同的簡化模型（保費分配法）。

由於本集團並無國際財務報告準則第17號範圍內的合同，該準則對本集團的財務狀況或業績並無任何影響。

**3. CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES (Continued)**

The nature and impact of the new and revised IFRSs that are applicable to the Group are described below: (continued)

- (b) Amendments to IFRS 17 include changes to simplify certain requirements in the standard and make financial performance easier to explain. The amendments also provide additional reliefs to reduce the effort required for the transition to IFRS 17. As the Group did not have contracts within the scope of IFRS 17, the amendments did not have any impact on the financial position or performance of the Group.
- (c) Amendment to IFRS 17 is a transition option relating to comparative information about financial assets presented on initial application of IFRS 17, which helps to avoid temporary accounting mismatches between financial assets and insurance contract liabilities, and to improve the usefulness of comparative information for users of financial statements. An entity that chooses to apply the transition option set out in this amendment shall apply it on initial application of IFRS 17. As the Group did not have contracts within the scope of IFRS 17, the amendment did not have any impact on the financial position or performance of the Group.
- (d) Amendments to IAS 1 require entities to disclose their material accounting policy information rather than their significant accounting policies. Accounting policy information is material if, when considered together with other information included in an entity's financial statements, it can reasonably be expected to influence decisions that the primary users of general purpose financial statements make on the basis of those financial statements. Amendments to IFRS Practice Statement 2 provide non-mandatory guidance on how to apply the concept of materiality to accounting policy disclosures. The Group has applied the amendments since 1 April 2023. The amendments did not have any impact on the Group's interim condensed consolidated financial information but are expected to affect the accounting policy disclosures in the Group's annual consolidated financial statements.

**3. 會計政策的變更及披露(續)**

新訂及經修訂國際財務報告準則之性質及影響載述如下：(續)

- (b) 國際財務報告準則第17號修訂本旨在對準則中的部分要求進行簡化，並使財務業績更易於解釋。該等修訂本亦提供額外豁免，以減少向國際財務報告準則第17號過渡所需的努力。由於本集團並無國際財務報告準則第17號範圍內的合同，該等修訂本對本集團的財務狀況或業績並無任何影響。
- (c) 國際財務報告準則第17號修訂本為有關首次應用國際財務報告準則第17號呈列的金融資產比較資料的過渡選項，旨在幫助避免金融資產與保險合同負債之間的暫時性會計錯配，從而提高比較資料對財務報表使用者的可用性。選擇應用該修訂本所載的過渡選項的實體應於首次應用國際財務報告準則第17號時應用該選項。由於本集團並無國際財務報告準則第17號範圍內的合同，該修訂本對本集團的財務狀況或業績並無任何影響。
- (d) 國際會計準則第1號(修訂本)要求實體披露其重要會計政策資訊，而非其主要會計政策。倘會計政策資訊與實體財務報表所載其他資訊一併考慮時，可能合理預期影響一般用途財務報表的主要使用者基於該等財務報表作出的決定，則該等資訊屬重要。國際財務報告準則實務報告第2號(修訂本)就如何將重要性概念應用於會計政策披露提供非強制性指引。本集團自2023年4月1日起實施修訂。修訂對本集團的中期簡明合併財務資訊沒有任何影響，但預計會影響本集團年度合併財務報表中的會計政策披露。



### 3. CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES (Continued)

The nature and impact of the new and revised IFRSs that are applicable to the Group are described below: (continued)

- (e) Amendments to IAS 8 clarify the distinction between changes in accounting estimates and changes in accounting policies. Accounting estimates are defined as monetary amounts in financial statements that are subject to measurement uncertainty. The amendments also clarify how entities use measurement techniques and inputs to develop accounting estimates. The Group has applied the amendments to changes in accounting policies and changes in accounting estimates that occur on or after 1 April 2023. Since the Group's policy of determining accounting estimates aligns with the amendments, the amendments did not have any impact on the financial position or performance of the Group.
- (f) Amendments to IAS 12 Deferred Tax related to Assets and Liabilities arising from a Single Transaction narrow the scope of the initial recognition exception in IAS 12 so that it no longer applies to transactions that give rise to equal taxable and deductible temporary differences, such as leases and decommissioning obligations. Therefore, entities are required to recognise a deferred tax asset (provided that sufficient taxable profit is available) and a deferred tax liability for temporary differences arising from these transactions. The Group has applied the amendments on temporary differences related to leases and decommissioning obligations as at 1 April 2022, with any cumulative effect recognised as an adjustment to the balance of retained profits or other component of equity as appropriate at that date. In addition, the Group has applied the amendments prospectively to transactions other than leases and decommissioning obligations that occurred on or after 1 April 2022, if any. The amendments did not have any impact on the financial position or performance of the Group.

### 3. 會計政策的變更及披露(續)

新訂及經修訂國際財務報告準則之性質及影響載述如下：(續)

- (e) 國際會計準則第8號(修訂本)澄清了會計估計變更與會計政策變更之間的區別。會計估計的定義為財務報表中存在計量不確定性的貨幣性金額。該等修訂本亦澄清實體使用計量技術及輸入數據以計算會計估計的方式。本集團就2023年4月1日或之後發生的會計政策變更及會計估計變更應用該等修訂本。由於本集團確定會計估計政策與該等修訂本一致，該等修訂本對本集團的財務狀況或業績並無任何影響。
- (f) 國際會計準則第12號(修訂本)一與單一交易產生的資產及負債有關的遞延稅項，縮小了首次確認國際會計準則第12號中的例外情況的範圍，使其不再適用於產生相同的應課稅及可扣減暫時性差異的交易，如租賃及退役責任。因此，實體須就該等交易產生的暫時性差異確認一項遞延稅項資產(前提是有充足的應課稅利潤)及一項遞延稅項負債。本集團就截至2022年4月1日與租賃及退役責任相關的暫時性差異應用該等修訂本，任何累積影響確認為對於該日保留利潤或權益其他部分(如適用)結餘的調整。此外，本集團已前瞻性應用該等修訂本於2022年4月1日或之後發生的租賃及退役責任以外的交易(如有)。本次修改對集團的財務狀況或業績沒有影響。

# NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 中期簡明綜合財務資料附註

30 September 2023 截至二零二三年九月三十日止六個月

### 3. CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES (Continued)

The nature and impact of the new and revised IFRSs that are applicable to the Group are described below: (continued)

- (g) Amendments to IAS 12 International Tax Reform – Pillar Two Model Rules introduce a mandatory temporary exception from the recognition and disclosure of deferred taxes arising from the implementation of the Pillar Two model rules published by the Organisation for Economic Co-operation and Development. The amendments also introduce disclosure requirements for the affected entities to help users of the financial statements better understand the entities' exposure to Pillar Two income taxes, including the disclosure of current tax related to Pillar Two income taxes separately in the periods when Pillar Two legislation is effective and the disclosure of known or reasonably estimable information of their exposure to Pillar Two income taxes in periods in which the legislation is enacted or substantively enacted but not yet in effect. Entities are required to disclose the information relating to their exposure to Pillar Two income taxes in annual periods beginning on or after 1 April 2023, but are not required to disclose such information for any interim periods ending on or before 31 December 2023. Since the Group did not fall within the scope of the Pillar Two model rules, the amendments did not have any impact to the Group.

### 4. OPERATING SEGMENT INFORMATION

For management purposes, the Group is not organised into business units based on their products and only has one reportable operating segment which is the manufacture and sale of high precision CNC machine tools. Management monitors the operating results of the Group's operating segment as a whole for the purpose of making decisions about resource allocation and performance assessment.

### 3. 會計政策的變更及披露(續)

新訂及經修訂國際財務報告準則之性質及影響載述如下：(續)

- (g) 國際會計準則第12號(修訂本)－全球稅制改革－支柱二立法模板，引入了一個強制性的暫時例外，即在確認和披露因實施經濟合作與發展組織發佈的支柱二立法模板而產生的遞延稅項時，不適用該例外。該修訂本亦為受影響的實體引入披露要求，以幫助財務報表使用者更好地瞭解實體面臨的支柱二所得稅風險，包括在支柱二立法生效期間單獨披露與支柱二所得稅相關的當期稅項，以及在立法已頒佈或實質上已頒佈但尚未生效期間披露其面臨的支柱二所得稅風險的已知或可合理估計的資料。實體須在2023年4月1日或之後開始的年度期間披露與支柱二所得稅風險有關的資料，惟於2023年12月31日或之前結束的任何中期期間無需披露該等資料。由於本集團不屬於支柱二立法範本的範圍，因此該等修訂本對本集團並無任何影響。

### 4. 經營分部資料

就管理目的而言，本集團不按產品劃分業務單位，且僅有一個可報告經營分部，即製造及銷售高精度數控機床。管理層監控本集團經營分部的整體經營業績，旨在作出有關資源分配的決策及進行表現評估

## 5. REVENUE

An analysis of revenue is as follows:

		For the six months ended 30 September 截至九月三十日止六個月	
		2023 二零二三年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2022 二零二二年 RMB'000 人民幣千元 (Unaudited) (未經審核)
<b>Revenue from contracts with customers</b>	來自客戶合約之收入		
Sale of goods	銷售貨品	1,491,153	2,197,130
Rendering of services	提供服務	3,233	3,230
		<b>1,494,386</b>	2,200,360

### Disaggregated revenue information for Revenue from contracts with customers

來自客戶合約之收入的分拆收入資料

		For the six months ended 30 September 截至九月三十日止六個月	
		2023 二零二三年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2022 二零二二年 RMB'000 人民幣千元 (Unaudited) (未經審核)
<b>Type of goods or services</b>	貨品或服務類型		
Sale of high CNC high precision machine tools	銷售高精密數控機床	1,491,153	2,197,130
Rendering of services	提供服務	3,233	3,230
Total revenue from contracts with customers	客戶合約總收入	<b>1,494,386</b>	2,200,360
<b>Geographical markets</b>	地區市場		
Mainland China	中國內地	1,248,770	1,650,339
Overseas	海外	245,616	550,021
Total revenue from contracts with customers	客戶合約總收入	<b>1,494,386</b>	2,200,360
<b>Timing of revenue recognition</b>	收入確認時間		
Goods transferred at a point in time	於某一時間點轉讓貨品	1,491,153	2,197,130
Services rendered at a point in time	於某一時間點提供服務	3,233	3,230
Total revenue from contracts with customers	客戶合約總收入	<b>1,494,386</b>	2,200,360

# NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 中期簡明綜合財務資料附註

30 September 2023 截至二零二三年九月三十日止六個月

### 6. PROFIT BEFORE TAX

The Group's profit before tax from continuing operations is arrived at after charging/(crediting):

### 6. 除稅前溢利

本集團的除稅前溢利經扣除／(計入)以下各項後達致：

		For the six months ended 30 September	
		截至九月三十日止六個月	
		2023	2022
		二零二三年	二零二二年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
Cost of inventories sold*	銷售存貨成本*	1,079,349	1,665,155
Cost of services provided	提供服務成本	1,264	1,323
Reversal of impairment loss on inventories**	存貨減值撥回**	(304)	(216)
Research and development costs	研發成本	16,848	18,224
Auditor's remuneration	核數師酬金	740	740
Employee benefit expense (including directors' remuneration):	僱員福利開支(包括董事薪酬)：		
Wages and salaries	工資及薪金	147,732	157,042
Pension scheme contributions	退休金計劃供款	13,022	10,907
Social security contributions and accommodation benefits	社保供款及住房福利	21,361	18,864
Bank interest income	銀行利息收入	(15,841)	(5,875)
Interest on lease liabilities	租賃負債利息	606	70
Lease payments not included in the measurement of lease liabilities	未計入租賃負債計量的租賃付款	1,858	1,488
Impairment of financial assets, net:	金融資產減值淨額：		
Reversal of impairment loss on trade receivables	應收貿易款項減值損失撥回	(270)	(285)
Reversal of impairment loss on financial assets at fair value through other comprehensive income	按公允價值計量且其變動計入其他綜合收益之金融資產減值損失撥回	(1,054)	(281)
Reversal of impairment loss on prepayments, other receivables and other assets	計入預付款項、其他應收款項及其他資產之金融資產減值損失撥回	(2)	(5)
Net loss on disposal of items of property, plant and equipment	出售物業、廠房及設備項目淨損失	63	296
Depreciation of property, plant and equipment	物業、廠房及設備折舊	26,909	28,867
Depreciation of right-of-use assets	使用權資產折舊	2,168	2,304
Amortisation of intangible assets	無形資產攤銷	663	693
Government grants	政府補助	32,381	36,792
Exchange differences, net	匯兌虧損淨額	5,131	3,412

## 6. PROFIT BEFORE TAX (Continued)

\* The cost of inventories sold includes the following expenses which are also included in the respective total amounts of the items disclosed above:

		For the six months ended 30 September	
		2023	2022
		二零二三年	二零二二年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
Depreciation of property, plant and equipment	物業、廠房及設備折舊	19,616	19,287
Employee benefit expense	僱員福利開支	102,068	116,057

\*\* Impairment loss/(reversal) of inventories is included in "cost of sales" in the interim condensed consolidated statement of profit or loss and other comprehensive income.

## 7. INCOME TAX EXPENSE

The Group is subject to income tax on an entity basis on profits arising in or derived from the tax jurisdictions in which members of the Group are domiciled and operate.

Pursuant to the rules and regulations of the Cayman Islands, the Company is not subject to any income tax in that jurisdiction.

Hong Kong profits tax is provided at the rate of 16.5% (six months ended 30 September 2022: 16.5%) on the estimated assessable profits arising in HongKong.

The provision for Mainland China current income tax is based on the statutory rate of 25% (six months ended 30 September 2022: 25%) of the assessable profits of the PRC subsidiaries of the Group as determined in accordance with the PRC Corporate Income Tax Law which was approved and became effective on 1 January 2008.

## 6. 除稅前溢利(續)

\* 銷售存貨成本款項包括以下亦計入上文所披露項目各項總額的開支：

		For the six months ended 30 September	
		2023	2022
		二零二三年	二零二二年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
Depreciation of property, plant and equipment	物業、廠房及設備折舊	19,616	19,287
Employee benefit expense	僱員福利開支	102,068	116,057

\*\* 年內存貨減值撥回計入綜合損益表的銷售成本中。

## 7. 所得稅開支

本集團須就在本集團成員公司所在及經營業務所在的稅務司法權區產生或源自有關稅務司法權區的溢利繳納企業所得稅。

根據開曼群島的規則及規例，本公司無須繳納該司法權區的任何所得稅。

本集團乃按16.5% (截至二零二二年九月三十日止六個月：16.5%) 的稅率計提國際利得稅撥備。

中國內地即期所得稅撥備乃按本集團中國附屬公司的應課稅溢利以25% (截至二零二二年九月三十日止六個月：25%) 的法定稅率計算，有關稅率根據於二零零八年一月一日批准及生效的中國企業所得稅法釐定。



# NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 中期簡明綜合財務資料附註

30 September 2023 截至二零二三年九月三十日止六個月

### 7. INCOME TAX EXPENSE (Continued)

The major components of income tax expense in the interim condensed consolidated statement of profit or loss are:

		For the six months ended 30 September	
		截至九月三十日止六個月	
		2023	2022
		二零二三年	二零二二年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
<b>Income tax:</b>	<b>所得稅：</b>		
Current tax	即期稅項	<b>99,857</b>	130,488
Deferred tax	遞延稅項	<b>4,924</b>	11,595
<b>Total tax charge for the period</b>	<b>期內稅項總支出</b>	<b>104,781</b>	142,083

### 8. DIVIDENDS

The proposed final dividend for the year ended 31 March 2023 of HK\$0.4 per share totalling HK\$152,321,600 was approved by the shareholders on 18 August 2023 and fully paid in September 2023.

On 10 November 2023, the Board declared an interim dividend of HK\$0.4 per share in aggregate of HK\$152,321,600 for the six months ended 30 September 2023 payable to the equity holders whose names appear on the register of members of the Company as of 12 December 2023.

### 7. 所得稅開支(續)

中期簡明綜合損益及其他全面收益表內的所得稅開支的主要組成部分為：

### 8. 股息

截至二零二三年三月三十一日止年度建議末期股息為每股0.4港元，總額為152,321,600港元，並已於二零二三年八月十八日獲股東批准及於二零二三年九月悉數派付。

於二零二三年十一月十日，董事會宣佈向於二零二三年十二月十二日名列本公司股東名冊的股東派發截至二零二三年九月三十日止六個月之每股中期股息0.4港元，合計為152,321,600港元。

## 9. EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT

The calculation of the basic earnings per share amount is based on the profit for the period attributable to ordinary equity holders of the parent, and the weighted average number of ordinary shares in issue during the period.

The Group had no potentially dilutive ordinary shares in issue during the reporting periods.

The calculation of basic earnings per share is based on:

## 9. 母公司普通權益持有人應佔每股盈利

每股基本盈利金額乃根據母公司普通權益持有人應佔期內溢利及該期間已發行普通股的加權平均數計算。

本集團於報告期間並無已發行的潛在攤薄性普通股。

每股基本盈利乃根據以下計算：

		For the six months ended 30 September 截至九月三十日止六個月	
		2023 二零二三年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2022 二零二二年 RMB'000 人民幣千元 (Unaudited) (未經審核)
<b>Earnings</b>	<b>盈利</b>		
Profit attributable to ordinary equity holders of the parent	母公司普通股權益持有人應佔溢利	<b>221,258</b>	300,693
		<b>Number of shares</b> 股份數目	
		<b>30 September 2023 二零二三年 九月三十日 (Unaudited) (未經審核)</b>	30 September 2022 二零二二年 九月三十日 (Unaudited) (未經審核)
<b>Shares</b>	<b>股份</b>		
Weighted average number of ordinary shares in issue during the period used in the basic earnings per share calculation	用於計算每股基本盈利的期內已發行普通股的加權平均數	<b>380,804,000</b>	380,804,000

# NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 中期簡明綜合財務資料附註

30 September 2023 截至二零二三年九月三十日止六個月

### 10. PROPERTY, PLANT AND EQUIPMENT

During the six months ended 30 September 2023, the Group acquired assets at a cost of RMB54,704,000 (30 September 2022: RMB16,798,000).

Assets with a net book value of RMB229,000 were disposed of by the Group during the six months ended 30 September 2023 (30 September 2022: RMB919,000), resulting in a net loss on disposal of RMB63,000 (30 September 2022: net loss of RMB296,000).

During the six months ended 30 September 2023, no impairment loss was recognised on property, plant and equipment (30 September 2022: Nil).

### 11. TRADE AND NOTES RECEIVABLES

Trade receivables*	應收貿易款項*
Notes receivable	應收票據
Impairment	減值

\* Trade receivables include trade receivables from the Controlling Shareholder and other related parties.

Customers are usually required to make payments in advance before the Group delivers goods to them. However, the Group's trading terms with certain major customers with good repayment history and high reputations are on credit. The credit period is generally one to six months. The Group seeks to maintain strict control over its outstanding receivables and has a credit control department to minimise credit risk. Overdue balances are reviewed regularly and actively monitored by senior management. The Group does not hold any collateral or other credit enhancements over its trade receivable balances. Trade receivables are unsecured and non-interest-bearing.

### 10. 物業、廠房及設備

截至二零二三年九月三十日止六個月，本集團購買資產的成本為人民幣54,704千元（二零二二年九月三十日：人民幣16,798千元）。

本集團於截至二零二三年九月三十日止六個月出售賬面淨值為人民幣229千元的資產（二零二二年九月三十日：人民幣919千元），產生出售淨損失人民幣63千元（二零二二年九月三十日：淨損失人民幣296千元）。

於截至二零二三年九月三十日止六個月，並無確認物業、廠房及設備減值虧損（二零二二年九月三十日：無）。

### 11. 應收貿易款項及票據

		<b>30 September 2023</b>	31 March 2023
		二零二三年 九月三十日	二零二三年 三月三十一日
		<b>RMB'000</b>	RMB'000
		人民幣千元	人民幣千元
		<b>(Unaudited)</b>	(Audited)
		(未經審核)	(經審核)
Trade receivables*	應收貿易款項*	<b>131,228</b>	219,414
Notes receivable	應收票據	<b>608,069</b>	599,939
Impairment	減值	<b>(1,191)</b>	(1,461)
		<b>738,106</b>	817,892

\* 應收貿易款項包括來自控股股東及其他關聯方的應收貿易款項。

在本集團將貨品交付予客戶前，客戶通常須提前付款。然而，本集團與部分具有良好還款記錄及較高聲譽的主要客戶的貿易條款屬於除賬形式，信貸期一般為一至六個月。本集團致力於嚴格控制其尚未收回的應收款項且信貸控制部門盡力降低信貸風險。高級管理層定期審閱並積極監控逾期結餘。本集團並無就其應收貿易賬款結餘持有任何抵押品或其他信貸增級工具。應收貿易款項為無抵押及非計息。

## 11. TRADE AND NOTES RECEIVABLES (Continued)

An ageing analysis of the trade receivables as at the end of the reporting period, based on the invoice date and net of loss allowance, is as follows:

		<b>30 September 2023</b>	31 March 2023
		二零二三年 九月三十日	二零二三年 三月三十一日
		<b>RMB'000</b>	RMB'000
		<b>(Unaudited)</b>	(Audited)
		(未經審核)	(經審核)
Within 3 months	3個月以內	<b>126,445</b>	214,469
3 months to 6 months	3至6個月	<b>3,592</b>	3,484
		<b>130,037</b>	217,953

## 11. 應收貿易款項及票據(續)

於報告期末，基於發票日期的應收貿易款項(扣除撥備)的賬齡分析如下：

## 12. TRADE AND NOTES PAYABLES

		<b>30 September 2023</b>	31 March 2023
		二零二三年 九月三十日	二零二三年 三月三十一日
		<b>RMB'000</b>	RMB'000
		<b>(Unaudited)</b>	(Audited)
		(未經審核)	(經審核)
Trade payables*	應付貿易款項*	<b>342,354</b>	545,268
Notes payable	應付票據	<b>51,223</b>	81,405
		<b>393,577</b>	626,673

## 12. 應付貿易款項及票據

\* Trade payables include trade payables to the Controlling Shareholder.

\* 應付貿易款項包括應付控股股東的應付貿易款項。

# NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 中期簡明綜合財務資料附註

30 September 2023 截至二零二三年九月三十日止六個月

### 12. TRADE AND NOTES PAYABLES (Continued) 12. 應付貿易款項及票據 (續)

An ageing analysis of the outstanding trade payables as at the end of the reporting period, based on the invoice date, is as follows:

於報告期末，基於發票日期的未償還應付貿易款項的賬齡分析如下：

		<b>30 September 2023</b>	31 March 2023
		二零二三年 九月三十日	二零二三年 三月三十一日
		<b>RMB'000</b>	RMB'000
		<b>(Unaudited)</b>	(Audited)
		(未經審核)	(經審核)
Within 3 months	3個月以內	<b>342,338</b>	545,105
Over 3 months	超過3個月	<b>16</b>	163
		<b>342,354</b>	545,268

Trade payables are non-interest-bearing, and trade payables to third parties are normally settled on terms within 90 days.

應付貿易款項為免息，應付第三方的貿易款項一般於90天內清償。

### 13. COMMITMENTS

The Group had the following capital commitments at the end of the reporting period:

### 13. 承諾

本集團於報告期末的資本承諾如下：

		<b>30 September 2023</b>	31 March 2023
		二零二三年 九月三十日	二零二三年 三月三十一日
		<b>RMB'000</b>	RMB'000
		<b>(Unaudited)</b>	(Audited)
		(未經審核)	(經審核)
Contracted, but not provided for:	已訂約但未撥備：		
Machinery	機器	<b>50,547</b>	105,902
Equity investment designated at fair value through other comprehensive income	以公允價值計量且其變動計入其他綜合收益的股權投資	<b>5,725</b>	6,700
		<b>56,272</b>	112,602



14. RELATED PARTY TRANSACTIONS AND BALANCES

14. 關聯方交易

(a) Name and relationship

(a) 名稱及關係

Name of related party 關聯方名稱	Relationship with the Group 與本集團的關係
Tsugami Corporation 株式會社ツガミ	The Controlling Shareholder 控股股東
Tsugami Korea Co., Ltd. Tsugami Korea Co., Ltd.	A company controlled by the Controlling Shareholder 控股股東控制的公司

(b) The Group had the following material transactions with related parties during the six months ended 30 September 2023 and 2022:

(b) 於截至二零二三年及二零二二年九月三十日止六個月，本集團與關聯方進行如下重大交易：

		For the six months ended 30 September 截至九月三十日止六個月	
		2023 二零二三年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2022 二零二二年 RMB'000 人民幣千元 (Unaudited) (未經審核)
<b>Sales of goods to</b>	向下列關聯方銷售貨品		
Tsugami Corporation	株式會社ツガミ (i)	226,372	519,843
Tsugami Korea Co., Ltd.	Tsugami Korea Co., Ltd. (i)	11,332	7,434
		<b>237,704</b>	<b>527,277</b>
<b>Purchases of materials from</b>	向下列關聯方購買材料		
Tsugami Corporation	株式會社ツガミ (i)	61,861	128,581
<b>Licence fee to</b>	向下列關聯方支付許可費		
Tsugami Corporation	株式會社ツガミ (i)	67,965	101,150
<b>Service fee to</b>	向下列關聯方支付服務費		
Tsugami Corporation	株式會社ツガミ (i)	2,605	3,615

Note:

附註：

(i) The sales to and purchases from related parties were made and the licence fee and service fee were paid to a related party according to the prices mutually agreed after taking into account the prevailing market prices.

(i) 向關聯方銷售及採購以及向關聯方支付許可費及服務費乃參考當時市價後按照共同商定的價格進行。

# NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 中期簡明綜合財務資料附註

30 September 2023 截至二零二三年九月三十日止六個月

### 14. RELATED PARTY TRANSACTIONS AND BALANCES (Continued) 14. 關聯方交易 (續)

#### (c) Outstanding balances with related parties

#### (c) 關聯方的未結清結餘

			30 September 2023 二零二三年 九月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核)	31 March 2023 二零二三年 三月三十一日 RMB'000 人民幣千元 (Audited) (經審核)
<b>Amount due from the Controlling Shareholder</b>	<b>應收控股股東款項</b>			
Tsugami Corporation	株式會社ツガミ			
Trade receivables	應收貿易款項	(i)	<b>102,888</b>	143,066
<b>Amount due from a company controlled by the Controlling Shareholder</b>	<b>應收控股股東控制的公司款項</b>			
Tsugami Korea Co., Ltd.	Tsugami Korea Co., Ltd.			
Trade receivables	應收貿易款項	(i)	<b>3,456</b>	5,288
<b>Amounts due to the Controlling Shareholder</b>	<b>應付控股股東款項</b>			
Tsugami Corporation	株式會社ツガミ			
Trade payables	應付貿易款項	(ii)	<b>34,172</b>	39,496

Notes:

- (i) The amounts due from related parties in the trade receivables were trade in nature, unsecured, interest-free and repayable within 90 days.
- (ii) The amounts due to a related party in trade payables were trade in nature, unsecured, interest-free and had no fixed terms of repayable. The outstanding balances were repayable within 90 days.

附註：

- (i) 應收貿易款項中的應收關聯方款項屬貿易性質、無抵押、免息及須於90日內償還。
- (ii) 應付貿易款項中的應付關聯方款項屬貿易性質、無抵押、免息及須償還。未償還結餘須於90日內償還。

## 15. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS

The fair values of cash and cash balances, trade receivables, financial assets included in prepayments, other receivables and other assets, trade and notes payables and financial liabilities included in other payables and accruals, and lease liabilities approximate to their carrying amounts largely due to the short-term maturities of these instruments or the interest rate approximates to the discount rate of current market.

Notes receivable held both to collect cash flows and to sell in financial assets at fair value through other comprehensive income are measured using the discounted cash flow method.

The fair value of unlisted equity investments designated at fair value through other comprehensive income have been estimated using an assets-based valuation technique based on assumptions that are not supported by observable market prices or rates. The fair value measurement of these financial instruments may involve unobservable inputs. Fair value change resulting from changes in the unobservable inputs was not significant.

## 15. 金融工具公允價值及公允價值層次

管理層評價其現金及銀行結餘、應收貿易款項、預付款項、其他應收款以及其他資產中包含的金融資產及其他應付款項及中包含的金融負債的公允價值與其賬面價值相若，主要由於該等工具於短期內到期。計息銀行及其他借貸和租賃負債的公允價值接近其賬面價值主要是由於該等金融工具為固定利率或是因為該等金融資產的到期日較短。

持有目的為回收現金流以及按公允價值計量且其變動計入其他綜合收益的金融資產出售的應收票據採用折現現金流量法計量。

指定為以公允價值計量且其變動計入其他綜合收益的股權投資的公允價值已使用基於資產的估值技術進行估計，該估值技術基於沒有可觀察市場價格或利率支援的假設。這些金融工具的公允價值計量可能涉及不可觀察的輸入值。不可觀察輸入值的變化導致的公允價值變化並不顯著。

# NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 中期簡明綜合財務資料附註

30 September 2023 截至二零二三年九月三十日止六個月

### 15. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS (Continued)

#### Fair value hierarchy

The following tables illustrate the fair value measurement hierarchy of the Group's financial instruments:

Assets measured at fair value:

**As at 30 September 2023**

### 15. 金融工具公允價值及公允價值層次(續)

#### 公允價值層次

下表所列為本集團金融工具之公平值計量層級：

以公允價值計量之金融資產：

於二零二三年九月三十日

#### Fair value measurement using 公允價值計量

	Quoted prices in active markets (Level 1) 於活躍市場的報價 第一層級 <i>RMB'000</i> 人民幣千元	Significant observable inputs (Level 2) 重大可觀察的輸入數據 第二層級 <i>RMB'000</i> 人民幣千元	Significant unobservable inputs (Level 3) 重大不可觀察的輸入數據 第三層級 <i>RMB'000</i> 人民幣千元	Total 總計 <i>RMB'000</i> 人民幣千元
Equity investments designated at fair value through other comprehensive income 以公允價值計量且其變動計入其他綜合收益的股權投資	-	-	3,775	3,775
Notes receivable 應收票據	-	608,069	-	608,069
	-	608,069	3,775	611,844

**15. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS (Continued)**

**15. 金融工具公允價值及公允價值層次(續)**

**Fair value hierarchy (Continued)**

公允價值層次(續)

Assets measured at fair value: (Continued)

以公允價值計量之金融資產：(續)

**As at 31 March 2023**

於二零二三年三月三十一日

		Fair value measurement using 公允價值計量			
		Quoted prices in active markets (Level 1) 於活躍市場的 報價 第一層級 RMB'000 人民幣千元	Significant observable inputs (Level 2) 重大可觀察 的輸入數據 第二層級 RMB'000 人民幣千元	Significant unobservable inputs (Level 3) 重大不可觀察 的輸入數據 第三層級 RMB'000 人民幣千元	Total 總計 RMB'000 人民幣千元
Equity investments designated at fair value through other comprehensive income	以公允價值計量且其變動計入其他綜合收益的股權投資	-	-	2,800	2,800
Notes receivable	應收票據	-	599,939	-	599,939
		-	599,939	2,800	602,739

The Group did not have any financial liabilities measured at fair value as at 31 March 2023 and 30 September 2023.

於二零二三年九月三十日及二零二三年三月三十一日，本集團無任何按公允價值計量的金融負債。



# NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 中期簡明綜合財務資料附註

30 September 2023 截至二零二三年九月三十日止六個月

### 16. EVENT AFTER THE REPORTING PERIOD

On 10 November 2023, the board of directors has declared an interim dividend of HK\$0.4 per share in aggregate of HK\$152,321,600 payable to the equity holders of the Company for the six months ended 30 September 2023.

### 17. APPROVAL OF THE UNAUDITED INTERIM FINANCIAL INFORMATION

The unaudited interim financial information was approved and authorised for issue by the board of directors on 10 November 2023.

### 16. 報告期後事項

於二零二三年十一月十日，董事會已宣派截至二零二三年九月三十日止六個月應付本公司股東的中期股息每股0.4港元，合計為152,321,600港元。

### 17. 批准未經審核中期財務資料

未經審核中期財務資料已於二零二三年十一月十日獲董事會批准及授權刊發。

**PRECISION  
TSUGAMI  
CHINA**

**PRECISION TSUGAMI (CHINA) CORPORATION LIMITED**  
津上精密機床(中國)有限公司