



# Sanai Health Industry Group Company Limited 三愛健康產業集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(於開曼群島註冊成立的有限公司)

Stock Code 股份代號 : 1889



# Corporate Information

## 公司資料

### BOARD OF DIRECTORS

#### Executive Directors

Mr. Chen Chengqing (*Chairman*)  
Professor Zhang Rongqing  
Mr. Gao Borui  
Mr. Yuan Chaoyang  
Mr. She Hao

#### Non-executive Director

Mr. Xiu Yuan

#### Independent Non-executive Directors

Professor Zhu Yi Zhun  
Mr. Khor Khie Liem Alex  
(*appointed with effect from 3 February 2021*)  
Mr. Zhang Ruigen  
(*appointed with effect from 25 June 2021*)

### COMPANY SECRETARY

Ms. Li Yuen Shan

### AUTHORIZED REPRESENTATIVES

Mr. Chen Chengqing  
Ms. Li Yuen Shan

### AUDIT COMMITTEE

Mr. Khor Khie Liem Alex (*Chairman*)  
(*appointed with effect from 3 February 2021*)  
Professor Zhu Yi Zhun  
Mr. Zhang Ruigen  
(*appointed with effect from 25 June 2021*)

### REMUNERATION COMMITTEE

Mr. Khor Khie Liem Alex (*Chairman*)  
(*appointed with effect from 3 February 2021*)  
Professor Zhu Yi Zhun  
Mr. Zhang Ruigen  
(*appointed with effect from 25 June 2021*)  
Mr. Chen Chengqing  
Professor Zhang Rongqing

### 董事會

#### 執行董事

陳成慶先生 (*主席*)  
張榮慶教授  
高伯瑞先生  
袁朝陽先生  
余昊先生

#### 非執行董事

修遠先生

#### 獨立非執行董事

朱依諄教授  
許麒麟先生  
(*自二零二一年二月三日起獲委任*)  
張瑞根先生  
(*自二零二一年六月二十五日起獲委任*)

### 公司秘書

李婉珊女士

### 法定代表

陳成慶先生  
李婉珊女士

### 審核委員會

許麒麟先生 (*主席*)  
(*自二零二一年二月三日起獲委任*)  
朱依諄教授  
張瑞根先生  
(*自二零二一年六月二十五日起獲委任*)

### 薪酬委員會

許麒麟先生 (*主席*)  
(*自二零二一年二月三日起獲委任*)  
朱依諄教授  
張瑞根先生  
(*自二零二一年六月二十五日起獲委任*)  
陳成慶先生  
張榮慶教授

# Corporate Information

## 公司資料

### NOMINATION COMMITTEE

Mr. Chen Chengqing (*Chairman*)  
Professor Zhu Yi Zhun  
Mr. Khor Khie Liem Alex  
(*appointed with effect from 3 February 2021*)  
Mr. Zhang Ruigen  
(*appointed with effect from 25 June 2021*)  
Professor Zhang Rongqing

### AUDITOR

ZHONGHUI ANDA CPA Limited  
(*appointed with effect from 23 February 2021*)  
Crowe (HK) CPA Limited  
(*resigned with effect from 23 February 2021*)  
Certified Public Accountants

### HONG KONG LEGAL ADVISORS

Raymond Siu & Lawyers  
Units 1302–1303 & 1802  
Ruttonjee House  
11 Duddell Street  
Central, Hong Kong

Michael Li & Co.  
19/F., Prosperity Tower  
39 Queen's Road Central  
Central  
Hong Kong

### PRINCIPAL BANKERS

Bank of China (Hong Kong) Limited  
Bank of Communications Co., Ltd.  
China Construction Bank  
Industrial and Commercial Bank of China Limited

### 提名委員會

陳成慶先生 (*主席*)  
朱依諄教授  
許麒麟先生  
(*自二零二一年二月三日起獲委任*)  
張瑞根先生  
(*自二零二一年六月二十五日起獲委任*)  
張榮慶教授

### 核數師

中匯安達會計師事務所有限公司  
(*自二零二一年二月二十三日起獲委任*)  
國富浩華 (香港) 會計師事務所有限公司  
(*自二零二一年二月二十三日起辭任*)  
執業會計師

### 香港法律顧問

蕭鎮邦律師行  
香港中環  
都爹利街 11 號  
律敦治大廈  
1302–1303 及 1802 室

李智聰律師事務所  
香港  
中環  
皇后大道中 39 號  
豐盛創建大廈 19 樓

### 主要往來銀行

中國銀行 (香港) 有限公司  
交通銀行股份有限公司  
中國建設銀行  
中國工商銀行股份有限公司

# Corporate Information

## 公司資料

### REGISTERED OFFICE

Grand Pavilion  
Hibiscus Way  
802 West Bay Road  
P.O. Box 31119  
KY1-1205  
Cayman Islands

### PRINCIPAL PLACE OF BUSINESS IN HONG KONG

Unit 5, 7/F.  
Nanyang Plaza  
57 Hung To Road  
Kwun Tong  
Kowloon, Hong Kong

### SHARE REGISTRARS AND TRANSFER OFFICES

*Principal share registrar and transfer office*  
Royal Bank of Canada Trust Company  
(Cayman) Limited  
4th Floor, Royal Bank House  
24 Shedden Road, George Town  
Grand Cayman KY1-1110  
Cayman Islands

*Hong Kong branch share registrar and transfer office*  
Computershare Hong Kong Investor Services  
Limited  
Shops 1712-1716, 17th Floor  
Hopewell Centre  
183 Queen's Road East  
Wanchai, Hong Kong

### STOCK CODE

1889

### WEBSITE

[www.1889hk.com](http://www.1889hk.com)

### 註冊辦事處

Grand Pavilion  
Hibiscus Way  
802 West Bay Road  
P.O. Box 31119  
KY1-1205  
Cayman Islands

### 香港主要營業地點

香港九龍  
觀塘  
鴻圖道57號  
南洋廣場  
7樓5室

### 股份過戶登記處

*股份過戶登記總處*  
Royal Bank of Canada Trust Company  
(Cayman) Limited  
4th Floor, Royal Bank House  
24 Shedden Road, George Town  
Grand Cayman KY1-1110  
Cayman Islands

*股份過戶登記處香港分處*

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

### 股份代號

1889

### 網址

[www.1889hk.com](http://www.1889hk.com)

# Management Discussion and Analysis

## 管理層討論及分析

The board (the “**Board**”) of directors (the “**Directors**”) of Sanai Health Industry Group Company Limited (“**Sanai Health Industry**” or the “**Company**”) hereby presents the unaudited condensed consolidated financial statements of the Company and its subsidiaries (collectively referred to the “**Group**”) for the six-month period ended 30 June 2021 (the “**Current Period**”), together with the comparative figures for the corresponding period in 2020.

### BUSINESS REVIEW

During the Current Period, the Group was principally engaged in four businesses: (i) pharmaceutical products business; (ii) finance leasing business; (iii) other general trading business; and (iv) genetic testing and molecular diagnostic services. The major business are stated as below:

#### Pharmaceutical Products Business

Since the acquisition of Fujian Yongchun Pharmaceutical Company Limited\* (福建永春製藥有限公司) (“**Fujian Yongchun**”) and Fujian Zhixin Medicine Co., Limited\* (福建至信醫藥有限公司) (“**Fujian Zhixin**”) in 2019, the Company continued to develop its core business, pharmaceutical products business.

Fujian Yongchun is located in Yongchun County, Quanzhou City, Fujian Province. Its plants occupies a site area of 32,330 square metres with a gross floor area of approximately 8,311.58 square metres, in which the GMP workshop has an area of 3,581 square metres. Fujian Yongchun owns 5 drug registration series (藥品批准文號) in the PRC and produces 5 types of oral medicine, including Yangpi San (養脾散), Sanqi panax notoginseng capsules (三七膠囊) and phentolamine mesylate tablets (甲磺酸酚妥拉明片). It becomes one of the important bases for pharmaceutical production of the Group.

三愛健康產業集團有限公司(「三愛健康產業」或「本公司」)董事(「董事」)會(「董事會」)謹此提呈本公司及其附屬公司(統稱「本集團」)截至二零二一年六月三十日止六個月期間(「本期間」)的未經審核簡明綜合財務報表，連同二零二零年同期的比較數字。

#### 業務審視

於本期間內，本集團主要從事四項業務：(i) 醫藥產品業務；(ii) 融資租賃業務；(iii) 其他一般貿易業務；及(iv) 基因檢測及分子生物診斷服務。主要業務載述如下：

#### 醫藥產品業務

自二零一九年收購福建永春製藥有限公司(「福建永春」)及福建至信醫藥有限公司(「福建至信」)以來，本公司持續發展核心業務——醫藥產品業務。

福建永春位於福建省泉州市永春縣。其廠房土地面積為32,330平方米，建築面積約8,311.58平方米，其中GMP車間3,581平方米。福建永春於中國擁有5個藥品批准文號和生產5種口服藥品，包括養脾散、三七膠囊、甲磺酸酚妥拉明片等。福建永春已成為本集團藥品生產的其中一個重要基地。

# Management Discussion and Analysis

## 管理層討論及分析

The Group will continue to increase its market share by promoting the core products and other products of Fujian Yongchun. To achieve this goal, the Group will adjust its market position from time to time. In particular, the Group currently plans to enhance its sales and promotional strategies so as to increase its market penetration. The Group will continue to expand its sales team to further explore the traditional medicine market by introducing sales via drugstore chains and other channels. The Group will also fully utilize its existing sales team to increase its sales through distributors.

Fujian Zhixin possesses the Medical Operations Permit (Wholesale), Medical Operation Quality Management System Certifications (GSP) and Food Operations Permit. The Group acts as a sales agent nationwide for the herbal medical materials, Chinese herbal medicine, Chinese patent medicine, chemical drug preparations, antibiotic preparations, biochemical pharmaceuticals, biological products, healthcare products and food products. Not only the Group can sell its pharmaceutical products through the sales network of Fujian Zhixin, but can also act as a sales agent to sell pharmaceutical and healthcare products for other pharmaceutical companies.

During the Current Period, the revenue derived from pharmaceutical products business decreased by approximately 22.10% to approximately RMB16.11 million (2020 interim: approximately RMB20.68 million). The decrease in the revenue generated was due to the adjustment in the Company's sales strategy to focus on sales of self-manufactured products with high margin and selectively rejected some sales orders with low margin. However, the profit derived from the pharmaceutical products business has increased to RMB7.29 million for the Current Period, representing an increase of approximately 104% as compared to the corresponding period of 2020.

本集團將繼續通過推廣福建永春的核心產品和其他產品提升市場佔有率。為了實現這一目標，本集團將不時調整其市場定位。特別是，本集團目前計劃強化其銷售和促銷策略，增加市場滲透率。本集團將繼續擴張營銷團隊，從而通過連鎖藥店及其他渠道銷售以探索傳統醫藥市場。本集團還將充分利用其現有營銷團隊，通過經銷商提升其銷售額。

福建至信持有藥品經營許可證(批發)、藥品經營質量管理規範認證證書(GSP)及食品經營許可證。本集團在全國範圍內代理銷售中藥材、中藥飲片、中成藥、化學藥製劑、抗生素制劑、生化藥品、生物製品、保健品、食品等。本集團可以透過福建至信的销售網絡銷售其醫藥產品，並作為代理銷售其他藥業公司的藥品和保健品。

本期間內，來自醫藥產品業務的收益減少約22.10%至約人民幣16.11百萬元(二零二零年中期：約人民幣20.68百萬元)。所產生收益減少是由於本公司調整銷售策略，將重點放在銷售高利潤的自產產品上，而選擇性地拒絕部分低利潤的銷售訂單。然而，醫藥產品業務產生的溢利於本期間增加至人民幣7.29百萬元，較二零二零年同期增加約104%。



# Management Discussion and Analysis

## 管理層討論及分析

### Finance Leasing Business

Union Development Finance Lease (Shenzhen) Company Limited\* (聯合發展融資租賃(深圳)有限公司), an indirect wholly-owned subsidiary of the Company, has been engaging in finance leasing business since 2017. The revenue derived from finance leasing business for the Current Period was approximately RMB7.00 million (2020 interim: RMB3.30 million). The increase was mainly attributed to, *inter alia*, the receipt of the compensation and additional interest due to the late payment from the customers of approximately RMB3.60 million during the Current Period.

The Company will continue to endeavour to expand its finance leasing services of medical devices and rehabilitation equipment which is complimentary to the Group's existing pharmaceutical products business.

### Other General Trading Business

The Group operates other general trading business, including the trading of pharmaceutical related apparatus and products such as masks and oxygen machine, etc.. During the Current Period, the revenue generated from the other general trading business was approximately RMB2.31 million (2020 interim: approximately RMB32.08 million). The substantial decrease was mainly attributable to the significant reduction in the scale of operation of the other general trading business.

### 融資租賃業務

本公司之間接全資附屬公司聯合發展融資租賃(深圳)有限公司自二零一七年起一直從事融資租賃業務。本期間內，融資租賃業務所產生收益約為人民幣7.00百萬元(二零二零年中期：人民幣3.30百萬元)。該增加乃主要由於(其中包括)本期間因客戶逾期付款而收取的補償及額外利息約人民幣3.60百萬元。

本公司將繼續致力拓展其醫療器械及康復設備之融資租賃服務，以配合本集團之現有醫藥產品業務。

### 其他一般貿易業務

本集團經營其他一般貿易業務，包括口罩和氧氣機等醫藥相關儀器及產品貿易。本期間內，其他一般貿易業務產生收益約人民幣2.31百萬元(二零二零年中期：約人民幣32.08百萬元)。該大幅減少乃主要由於大幅縮減其他一般貿易業務的營運規模。

# Management Discussion and Analysis

## 管理層討論及分析

### Genetic Testing and Molecular Diagnostic Services

The Group has acquired the entire equity interests in Zentrogene Bioscience Laboratory Limited (“Zentrogene”) in April 2019 which primarily engages in the provision of, inter alia, genetic testing and molecular diagnostic services. Zentrogene operates a laboratory with the requisite license in Hong Kong, providing services such as non-invasive prenatal diagnosis (NIPD), tumor genetic screening, DNA testing and paternity testing. Genetic testing is a prerequisite for precision medicine. During the Current Period, the revenue generated from genetic testing and molecular diagnostic services amounted to approximately RMB2.59 million (2020 interim: RMB2.93 million), representing a decrease of approximately 11.80%, which was attributed to the almost total absence of customers travelling from the PRC to Hong Kong in the Current Period as a result of stringent travelling restrictions and quarantine policies between Hong Kong and the PRC in respect of the outbreak of COVID-19 pandemic.

### FINANCIAL REVIEW

For the six months ended 30 June 2021, the Group generated a total revenue of approximately RMB28.00 million, representing a decrease of approximately 52.52% as compared to approximately RMB59.00 million in the corresponding period in 2020, and the gross profit margin was approximately 60.38% (2020 interim: approximately 19.84%). The Group recorded a profit attributable to owners of the Company of approximately RMB6.3 million (2020 interim: approximately RMB2.42 million), which was primarily attributed to the increase in the sales of self-manufactured pharmaceutical products with higher margin in the Current Period and a drop in the administrative and other expenses due to the significant reduction in the scale of operation of other general trading business. The basic and diluted earnings per share was approximately RMB0.2 cents (2020 interim: approximately RMB0.1 cent).

### 基因檢測及分子生物診斷服務

本集團已於二零一九年四月收購 Zentrogene Bioscience Laboratory Limited (「Zentrogene」) 的全部股權，該公司主要從事提供(其中包括)基因檢測及分子生物診斷服務。Zentrogene 在香港運營一家持有必要經營執照的化驗所，提供唐氏篩查(NIPD)、腫瘤基因篩查、遺傳基因檢測、親子鑒定等服務。基因檢測是精準醫療的必要前提。本期間內，基因檢測及分子生物診斷服務所得收益約為人民幣2.59百萬元(二零二零年中期：人民幣2.93百萬元)，減少約11.80%，原因是本期間由於香港與中國之間就COVID-19疫情爆發實施嚴格的旅行限制及檢疫政策，幾乎沒有從中國前往香港的客戶。

### 財務回顧

截至二零二一年六月三十日止六個月，本集團產生總收益約人民幣28.00百萬元，較二零二零年同期約人民幣59.00百萬元減少約52.52%，毛利率約為60.38%(二零二零年中期：約19.84%)。本集團錄得本公司擁有人應佔溢利約人民幣6.3百萬元(二零二零年中期：約人民幣2.42百萬元)，乃主要由於本期間利潤率更高的自產醫藥產品的銷售增加，以及大幅縮減其他一般貿易業務的營運規模導致行政及其他開支下降。每股基本及攤薄盈利約為人民幣0.2分(二零二零年中期：約人民幣0.1分)。



# Management Discussion and Analysis

## 管理層討論及分析

### Liquidity, Financial Resources and Capital Structure

As at 30 June 2021, the Group had cash and cash equivalents of approximately RMB132.10 million (as at 31 December 2020: approximately RMB2.63 million) and most cash and cash equivalents were denominated in Renminbi and Hong Kong dollars.

The Group has reviewed the capital structure by using gearing ratio. The gearing ratio represents the total debt, which includes trade and other payables of the Group, divided by total equity of the Group. The gearing ratio of the Group was approximately 44.18% as at 30 June 2021 (as at 31 December 2020: approximately 40.71%).

### Exposure to Fluctuation in Exchange Rates

During the six months ended 30 June 2021, the Group conducted most of its business transactions in Renminbi. The Group had not experienced any material difficulties or negative impacts on its operations as a result of fluctuations in currency exchange rates. As at 30 June 2021, the Group did not have any foreign exchange contracts, interest or currency swaps or other financial derivatives for hedging purpose. Nevertheless, the Group was not exposed to any material interest and foreign exchange risks during the Current Period. The management, however, will monitor foreign currency exposure from time to time and consider implementing hedging measures should the need arise.

### 流動資金、財政資源及資本結構

於二零二一年六月三十日，本集團之現金及現金等價物約為人民幣132.10百萬元（二零二零年十二月三十一日：約人民幣2.63百萬元）及大部分現金及現金等價物以人民幣及港元計值。

本集團運用資產負債比率檢討資本結構。資產負債比率指本集團之總負債（包括貿易應付款項及其他應付款項）除以本集團之總權益。本集團於二零二一年六月三十日之資產負債比率為約44.18%（二零二零年十二月三十一日：約40.71%）。

### 匯率波動風險

於截至二零二一年六月三十日止六個月，本集團之大部分業務交易以人民幣進行。本集團從未因貨幣匯率波動而遭遇重大困難，且其營運亦未因此承受負面影響。於二零二一年六月三十日，本集團並無任何外匯合約、利率或貨幣掉期或其他用作對沖的金融衍生工具。儘管如此，本集團於本期間內並無任何重大利率及匯兌風險。然而，管理層將不時監察外匯風險並在需要時考慮實施對沖措施。

# Management Discussion and Analysis

## 管理層討論及分析

### THE STOCK EXCHANGE'S NOTICE TO SUSPEND TRADING IN THE COMPANY'S SHARES

The Company received a letter dated 24 May 2019 from the Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), which served a notice that the Stock Exchange considered that the Company has failed to maintain a sufficient level of operations or have tangible assets of sufficient value and/or intangible assets for which a sufficient potential value could be demonstrated under Rule 13.24 of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”) to warrant the continued listing of the shares of the Company (the “**Shares**”). The Stock Exchange has therefore decided to suspend trading in the Shares pursuant to Rule 6.01(3) of the Listing Rules and proceed with cancellation of the listing of the Company pursuant to 6.01A(1) of the Listing Rules (the “**Decision**”).

The Company was required to re-comply with Rule 13.24 of the Listing Rules and would have a remedial period of 18 months to re-comply with the Listing Rules. If the Company failed to do so by the expiry of the 18-month period (i.e. 23 November 2020), the Stock Exchange would proceed with cancellation of the listing of the Company.

After seeking professional advice, on 4 June 2019, the Company had submitted a written request to the listing committee (the “**Listing Committee**”) of the Stock Exchange for the Decision to be referred to the Listing Committee for review pursuant to Rule 2B.06(1) of the Listing Rules.

### 聯交所通知暫停買賣本公司股份

本公司已收到香港聯合交易所有限公司（「**聯交所**」）於二零一九年五月二十四日發出的函件，當中載述聯交所認為本公司未能維持足夠的營運水平或擁有足夠價值的有形資產及／或根據聯交所證券上市規則（「**上市規則**」）第13.24條所指足夠潛在價值的無形資產以保證本公司股份（「**股份**」）繼續上市。因此，聯交所決定根據上市規則第6.01(3)條暫停買賣股份，並根據上市規則第6.01A(1)條將本公司除牌（「**該決定**」）。

本公司須重新遵守上市規則第13.24條，並將可於18個月糾正期間重新遵守上市規則。倘本公司未能於18個月期間屆滿（即二零二零年十一月二十三日）前達成上述要求，則聯交所可將本公司除牌。

尋求專業意見後，本公司於二零一九年六月四日根據上市規則第2B.06(1)條向聯交所上市委員會（「**上市委員會**」）提出書面申請，要求將該決定提交上市委員會覆核。

# Management Discussion and Analysis

## 管理層討論及分析

The Board emphasized that the Group was undergoing a period of transformation. The Group has terminated its business with continued losses and disposed of its assets with substantial net liabilities for the interests of the Company and shareholders as a whole. The Board will use its best endeavours to improve the Group's overall performance in the future.

On 6 September 2019, the Company has received a letter from the Listing Committee setting out its decision on the review application (the “**Decision Letter**”). According to the Decision Letter, the Listing Committee decided to uphold the Decision to suspend trading in the Shares. The trading in the Shares was suspended and the Company would be required to resume trading within a period of 18 months from the date of the suspension. If the Company failed to do so, the Stock Exchange would proceed with cancellation of the listing of the Company.

After seeking professional advice, the Company submitted a written request to the Listing (Review) Committee (the “**Listing (Review) Committee**”) of the Stock Exchange for the Decision to be referred to the Listing (Review) Committee for review (the “**2nd Review Request**”) pursuant to Rule 2B.06(2) of the Listing Rules.

On 23 January 2020, the Company had received a reply from the Listing (Review) Committee that they had decided to uphold the decision of the Listing Committee. The Company was required to re-comply with Rule 13.24 of the Listing Rules and resume trading within a period of 18 months. If the Company failed to do so by the expiry of the 18-month period, the Stock Exchange would proceed with cancellation of the Company's listing.

董事會強調本集團正處於轉型期。為維護本公司及股東的整體利益，本集團已終止經營持續虧損的業務，並已出售錄得重大負債淨額的資產。董事會日後將竭力改善本集團的整體表現。

於二零一九年九月六日，本公司接獲上市委員會函件，當中載列有關覆核申請之決定（「**決定函件**」）。根據決定函件，上市委員會決定維持暫停股份交易的決定。股份暫停交易且本公司須於暫停日期起計18個月期間內恢復買賣。倘本公司未能恢復買賣，聯交所可將本公司除牌。

在尋求專業意見後，本公司已根據上市規則第2B.06(2)條向聯交所上市（覆核）委員會（「**上市（覆核）委員會**」）提交有關將該決定轉交上市（覆核）委員會覆核的書面要求（「**第二次覆核要求**」）。

於二零二零年一月二十三日，本公司接獲上市（覆核）委員會的回覆，表示彼等決定維持上市委員會的決定。本公司須重新遵守上市規則第13.24條，並於18個月期間內恢復買賣。倘本公司未能於18個月期間屆滿前恢復買賣，聯交所可將本公司除牌。

# Management Discussion and Analysis

## 管理層討論及分析

By way of letters to the Company dated 12 February 2020, 7 April 2020 and 18 January 2021, the Stock Exchange imposed the following resumption guidance for the Company:

- (i) Demonstrate its compliance with Rule 13.24 of the Listing Rules;
- (ii) Publish all outstanding financial results and address any audit modifications; and
- (iii) Re-comply with Rules 3.10, 3.10A, 3.21 and 3.25 of the Listing Rules.

On 9 July 2021, the Company has submitted a resumption proposal to the Stock Exchange. The resumption proposal submitted to the Stock Exchange set forth the business, financial and other material information of the Company, including, inter alia, a profit and cashflow forecast to demonstrate that the Company has fulfilled all the Resumption Conditions.

For further details, please refer to the announcements of the Company dated 26 May 2019, 28 May 2019, 4 June 2019, 9 September 2019, 16 September 2019, 24 January 2020, 12 February 2020, 7 April 2020, 23 April 2020, 24 July 2020, 23 October 2020, 18 January 2021, 22 April 2021 and 12 July 2021 respectively.

### SIGNIFICANT ACQUISITIONS AND DISPOSAL OF INVESTMENTS

There was no significant acquisition and disposal of investments held during the Current Period.

通過日期為二零二零年二月十二日、二零二零年四月七日及二零二一年一月十八日的致本公司函件，聯交所對本公司實施以下復牌指引：

- (i) 證明其遵守上市規則第13.24條；
- (ii) 發佈所有待刊發的財務業績，並處理任何審計修訂；及
- (iii) 重新遵守上市規則第3.10、3.10A、3.21及3.25條。

於二零二一年七月九日，本公司已向聯交所提交復牌建議。提交予聯交所的復牌建議載列本公司的業務、財務及其他重要資料，包括溢利及現金流量預測等，以證明本公司已達成所有復牌條件。

更多詳情請參閱本公司日期分別為二零一九年五月二十六日、二零一九年五月二十八日、二零一九年六月四日、二零一九年九月九日、二零一九年九月十六日、二零二零年一月二十四日、二零二零年二月十二日、二零二零年四月七日、二零二零年四月二十三日、二零二零年七月二十四日、二零二零年十月二十三日、二零二一年一月十八日、二零二一年四月二十二日及二零二一年七月十二日的公告。

### 重要收購及出售投資

於本期間內，概無重要收購及出售所持有的投資。

# Management Discussion and Analysis

## 管理層討論及分析

### NUMBER AND REMUNERATION OF EMPLOYEES

For the six months ended 30 June 2021, the Group employed approximately 62 employees (2020 interim: 69 employees) with total staff cost of approximately RMB2.39 million (2020 interim: approximately RMB4.04 million). The Group determined staff remuneration with reference to the prevailing market salary scales, individual qualifications and performance. Remuneration packages including performance bonuses and entitlements to share options, are reviewed on a regular basis.

### CAPITAL EXPENDITURE

For the six months ended 30 June 2021 and 30 June 2020, there was no significant capital expenditure of the Group for property, plant and equipment.

### CAPITAL COMMITMENTS, CONTINGENT LIABILITIES AND CHARGES ON ASSETS

As at 30 June 2021, the Group did not have any significant capital commitment (31 December 2020: nil).

Save as disclosed in this report, the Group did not have any other significant contingent liabilities as at 30 June 2021 (31 December 2020: nil).

As at 30 June 2021, there was no land use rights and property, plant and equipment which had been pledged as security for the borrowings of the Group (31 December 2020: nil).

### 僱員人數及薪酬

於截至二零二一年六月三十日止六個月，本集團聘用約62名僱員（二零二零年中期：69名僱員），總員工成本約為人民幣2.39百萬元（二零二零年中期：約人民幣4.04百萬元）。本集團參考現行市場薪酬水平、個人資歷及表現釐定員工薪酬。薪酬待遇包括表現花紅及獲發購股權之權利，並作定期檢討。

### 資本開支

於截至二零二一年六月三十日及二零二零年六月三十日止六個月，本集團並無物業、廠房及設備的重大資本開支。

### 資本承擔、或然負債及資產抵押

於二零二一年六月三十日，本集團並無任何重大資本承擔（二零二零年十二月三十一日：無）。

除本報告所披露者外，本集團於二零二一年六月三十日並無任何其他重大或然負債（二零二零年十二月三十一日：無）。

於二零二一年六月三十日，概無土地使用權以及物業、廠房及設備抵押為本集團借貸的抵押品（二零二零年十二月三十一日：無）。

### DIVIDEND

The Board does not recommend the payment of an interim dividend for the six months ended 30 June 2021 (2020 interim: Nil).

### DIRECTORS' SECURITIES TRANSACTIONS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the “**Model Code**”) as set out in Appendix 10 to the Listing Rules as the Company’s own code for securities transactions by its Directors. In addition, the Company has made specific enquiries with all Directors and each of the Directors has confirmed that during the six months ended 30 June 2021, they had fully complied with the required standards as set out in the Model Code.

### SHARE OPTION SCHEME

On 24 May 2018 and 30 May 2018, 115,400,000 and 118,000,000 share options (the “**Share Options**”) were granted to grantees respectively. On 7 June, 8 June, 14 June and 19 June 2018, an aggregate of 195,100,000 Share Options were exercised by grantees under the share option scheme of the Company adopted on 16 June 2017 (the “**Share Option Scheme**”). The following table sets out the movements in the Share Options during the Current Period:

### 股息

董事會並不建議就截至二零二一年六月三十日止六個月派發任何中期股息(二零二零年中期：無)。

### 董事進行證券交易

本公司已採納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**」)，作為本公司董事進行證券交易之守則。此外，本公司已向全體董事作出具體查詢，各董事確認於截至二零二一年六月三十日止六個月內，彼等已全面遵守標準守則所載的規定標準。

### 購股權計劃

於二零一八年五月二十四日及二零一八年五月三十日，115,400,000份及118,000,000份購股權(「**購股權**」)已分別授予承授人。於二零一八年六月七日、六月八日、六月十四日及六月十九日，承授人已根據本公司於二零一七年六月十六日採納之購股權計劃(「**購股權計劃**」)行使合共195,100,000份購股權。下表載列於本期間內購股權之變動：



## Other Information 其他資料

Category of participant	Number of share options 購股權數目					Date of grant	Exercise period	Exercise price	Closing price of the shares immediately before the date of grant
	At 1 January 2021	Granted during the period	Cancelled or lapsed during the period	Exercise during the period	At 30 June 2021				
參與人士類別	於二零二一年一月一日	期內授出	期內註銷或失效	期內行使	於二零二一年六月三十日	授出日期	行使期	行使價	緊接授出日期前股份收市價
	HK\$ 港元				HK\$ 港元				
Employees in aggregate 僱員總數	34,800,000	-	-	-	34,800,000	24 May and 30 May 2018 二零一八年五月二十四日及五月三十日	24 May 2018 to 29 May 2023 (Note) 二零一八年五月二十四日至二零二三年五月二十九日 (附註)	-	-
Non-employees in aggregate 非僱員總數	2,000,000	-	-	-	2,000,000	30 May 2018 二零一八年五月三十日	30 May 2018 to 29 May 2023 (Note) 二零一八年五月三十日至二零二三年五月二十九日 (附註)	-	-
	36,800,000	-	-	-	36,800,000				

Note: The Share Options are not subject to any vesting period.

附註：購股權並不受任何歸屬期所限。

## Other Information 其他資料

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

As at 30 June 2021, the interests or short positions of the Directors and chief executive of the Company in the shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) ("SFO")) as recorded in the register maintained by the Company pursuant to section 352 of the SFO or otherwise notified to the Company and the Stock Exchange pursuant to the Model Code as set out in Appendix 10 to the Listing Rules, were as follows:

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

於二零二一年六月三十日，本公司董事及最高行政人員於本公司或其任何相聯法團（香港法例第571章證券及期貨條例（「證券及期貨條例」）第XV部所界定）的股份、相關股份或債權證中，擁有根據證券及期貨條例第352條須列入本公司所存置登記冊，或根據上市規則附錄十所載標準守則規定須知會本公司及聯交所之權益或淡倉如下：

Name of Directors 董事姓名	Company/name of associated corporation 公司／相聯法團名稱	Capacity 身份	Number of shares (Note 1) 股份數目 (附註1)	Approximate percentage of interest 概約權益 百分比
Mr. Chen Chengqing ("Mr. Chen") 陳成慶先生（「陳先生」）	The Company 本公司	Interest in controlled corporation (Note 2) 受控法團權益(附註2)	836,735,000 (L)	27.28%
		Beneficial owner (Note 2) 實益擁有人(附註2)	2,800,000 (L)	0.09%
Professor Zhang Rongqing 張榮慶教授	The Company 本公司	Beneficial Owner 實益擁有人	22,000,000 (L)	0.72%

## Other Information

### 其他資料

#### Notes:

1. The letter "L" denotes long position in the shares.
2. According to the disclosure of interest form submitted by Mr. Chen on 30 May 2018 in accordance with Part XV of the SFO, 836,753,000 of these shares are registered in the name of Cyber Success Global Investments Limited ("**Cyber Success**"), which is wholly-owned by Mr. Chen. By virtue of the SFO, Mr. Chen is deemed to be interested in all the shares in which Cyber Success is interested. Mr. Chen is also beneficially interested in 2,800,000 shares of the Company.
3. The percentage of shareholding is calculated on the basis of 3,067,222,500 issued shares of the Company as at the date of this report.

Save as disclosed above, none of the Directors or chief executive of the Company is aware of any other Director or chief executive of the Company who has any interests or short positions in any shares, underlying shares and debentures of the Company or any of its associated corporation which were required to be recorded in the register maintained by the Company pursuant to section 352 of the SFO or otherwise notified to the Company and the Stock Exchange pursuant to the Model Code as at 30 June 2021.

#### 附註：

1. 「L」指於股份中之好倉。
2. 根據由陳先生於二零一八年五月三十日提交的證券及期貨條例第XV部披露權益表格，該等股份中之836,753,000股以陳先生全資擁有的科成環球投資有限公司（「科成環球」）之名義登記。根據證券及期貨條例，陳先生被視為於科成環球擁有權益之全部股份中擁有權益。陳先生亦於本公司2,800,000股股份中擁有實益權益。
3. 股權百分比按本報告日期之本公司已發行股份3,067,222,500股作基準計算。

除上文所披露者外，於二零二一年六月三十日，就本公司董事或最高行政人員所知，任何本公司其他董事或最高行政人員並無於本公司或其任何相聯法團的任何股份、相關股份及債權證中擁有根據證券及期貨條例第352條須列入本公司所存置登記冊或根據標準守則須知會本公司及聯交所之任何權益或淡倉。

## Other Information 其他資料

### SUBSTANTIAL SHAREHOLDERS' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES IN THE COMPANY

As at 30 June 2021, the following persons, other than a director or chief executive of the Company, had an interest or a short position in the shares or underlying shares in the Company as recorded in the register required to be kept by the Company pursuant to section 336 of the SFO:

### 主要股東於本公司之股份及相關股份的權益及淡倉

於二零二一年六月三十日，以下人士（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擁有列入根據證券及期貨條例第336條本公司須存置登記冊的權益或淡倉如下：

Name of shareholder 股東名稱／姓名	Capacity 身份	Number of shares (Note 1) 股份數目 (附註1)	Approximate percentage of shareholding (Note 2) 概約股權 百分比 (附註2)
Mr. Chen Chengqing ("Mr. Chen") 陳成慶先生（「陳先生」）	Interest in controlled corporation (Note 2) 受控法團權益(附註2)	836,753,000 (L)	27.28%
	Beneficial owner (Note 2) 實益擁有人(附註2)	2,800,000 (L)	0.09%
Cyber Success 科成環球	Beneficial owner (Note 2) 實益擁有人(附註2)	836,753,000 (L)	27.28%

Notes:

- (1) The letter "L" denotes long position in the shares of the Company.
- (2) According to the disclosure of interest form submitted by Mr. Chen on 30 May 2018 in accordance with Part XV of the SFO, 836,753,000 of these shares are registered in the name of Cyber Success, which is wholly-owned by Mr. Chen. By virtue of the SFO, Mr. Chen is deemed to be interested in all the shares in which Cyber Success is interested. Mr. Chen is also beneficially interested in 2,800,000 shares of the Company.

附註：

- (1) 「L」指於本公司股份中之好倉。
- (2) 根據由陳先生於二零一八年五月三十日提交的證券及期貨條例第XV部披露權益表格，該等股份中之836,753,000股以陳先生全資擁有的科成環球之名義登記。根據證券及期貨條例，陳先生被視為於科成環球擁有權益之全部股份中擁有權益。陳先生亦於本公司2,800,000股股份中擁有實益權益。

## Other Information 其他資料

(3) The percentage of shareholding is calculated on the basis of 3,067,222,500 issued shares of the Company as at 30 June 2021.

Save as disclosed above, the Company was not aware of any person, other than the Directors of the Company whose interests or short positions are set out in the paragraph headed “Directors’ and chief executive’s interests and short positions in shares, underlying shares and debentures of the Company and its associated corporations” above, who had an interest or a short position in the shares or underlying shares in the Company which were required to be recorded in the register to be kept by the Company under section 336 of the SFO as at 30 June 2021.

### **PURCHASE, SALE OR REDEMPTION OF THE COMPANY’S LISTED SECURITIES**

Neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the listed securities of the Company during the Current Period.

### **CHANGES IN INFORMATION OF DIRECTORS**

Pursuant to Rule 13.51B of the Listing Rules, the changes of information of the Directors since 31 December 2020 are set out below:

On 3 February 2021, Mr. Khor Khie Liem Alex has been appointed as an independent non-executive Director, the chairman of each of the audit committee and the remuneration committee, and a member of the nomination committee of the Company. Further details were disclosed in the Company’s announcement dated 3 February 2021.

(3) 股權百分比按二零二一年六月三十日本公司已發行股份3,067,222,500股作基準計算。

除上文所披露者外，於二零二一年六月三十日，本公司並無知悉任何人士（其權益或淡倉載於上文「董事及最高行政人員於本公司及其相聯法團股份、相關股份及債權證的權益及淡倉」一段的本公司董事除外）於本公司股份或相關股份擁有根據證券及期貨條例第336條須列入本公司所存置登記冊的權益或淡倉。

### **購買、出售或贖回本公司上市證券**

本期間內，本公司或其任何附屬公司概無購買、出售或贖回本公司的任何上市證券。

### **董事資料變動**

根據上市規則第13.51B條，自二零二零年十二月三十一日以來的董事資料變動如下：

於二零二一年二月三日，許麒麟先生獲委任為獨立非執行董事、本公司審核委員會及薪酬委員會各自的主席以及提名委員會的成員。進一步詳情已於本公司日期為二零二一年二月三日的公告中披露。

## Other Information 其他資料

On 25 June 2021, Mr. Zhang Ruigen has been appointed as an independent non-executive Director, a member of each of the audit committee, the remuneration committee and the nomination committee of the Company. Further details were disclosed in the Company's announcement dated 25 June 2021.

### COMPLIANCE WITH THE CORPORATE GOVERNANCE CODE

The Company is committed to achieving a high standard of corporate governance practice, such that the interests of the Company's shareholders, customers, employees as well as the long term development of the Company can be safeguarded.

The Company has complied with the provisions as set out in the Corporate Governance Code (the "CG Code") contained in Appendix 14 to the Listing Rules during the six months ended 30 June 2021, except for certain deviations disclosed below:

In respect of the code provision A.2.1 of the CG Code, the roles of chairman (the "Chairman") and chief executive officer (the "CEO") of the Company shall be separated and shall not be performed by the same individual. The Board considered that vesting the roles of Chairman and the CEO in the same person facilitates the execution of the Company's business strategies and maximizes effectiveness of its operations. On the other hand, there are independent non-executive Directors on the Board, all of them are independent from the Company and the Board believes that there is a sufficient check and balance in the Board. Therefore, the Board considers that the Company has provided sufficient protection to its interests and the interests of its shareholders. The Board shall review the structure from time to time and shall consider appropriate adjustments should suitable circumstances arise.

於二零二一年六月二十五日，張瑞根先生獲委任為獨立非執行董事、本公司審核委員會、薪酬委員會及提名委員會各自的成員。進一步詳情已於本公司日期為二零二一年六月二十五日的公告中披露。

### 遵守企業管治守則

本公司致力達至高度的企業管治常規，使本公司股東、客戶、員工以及公司長遠發展的利益得以維護。

於截至二零二一年六月三十日止六個月，除下文所披露的若干偏離外，本公司已遵守上市規則附錄十四所載《企業管治守則》（「企業管治守則」）所載條文：

根據企業管治守則守則條文第A.2.1條，本公司主席（「主席」）與行政總裁（「行政總裁」）的角色應有所區分，並不應由一人同時兼任。董事會認為，由同一人士擔任主席及行政總裁職位，有助本公司執行業務策略，盡量提升其業務運作的效率。另一方面，董事會包含獨立非執行董事，彼等均獨立於本公司，董事會相信董事會中存在足夠制衡。因此，董事會認為本公司已就其權益及其股東權益取得平衡及提供足夠保障。董事會須不時檢討有關架構，並於適當情況下考慮適當調整。



## Other Information 其他資料

From 1 January 2021 to 2 February 2021, the Company only had one independent non-executive Director and one member in the audit committee of the Company (the “**Audit Committee**”). Hence, the Company failed to meet the requirements of having: (a) at least three independent non-executive directors on the Board under Rule 3.10(1) of the Listing Rules; (b) independent non-executive directors who represent at least one-third of the Board under Rule 3.10A of the Listing Rules; (c) the audit committee of the Company comprising only non-executive directors with a minimum of three members under Rule 3.21 of the Listing Rules; (d) at least one of the independent non-executive directors who have appropriate professional qualifications or accounting or related financial management expertise in accordance with Rule 3.10(2) of the Listing Rules; (e) the remuneration committee of the Company comprising a majority of independent non-executive directors and chaired by an independent non-executive director under Rule 3.25 of the Listing Rules; and (f) the nomination committee of the Company comprising a majority of independent non-executive directors under code provision A.5.1 of the CG Code.

於二零二一年一月一日至二零二一年二月二日，本公司僅有一名獨立非執行董事及一名本公司審核委員會（「**審核委員會**」）成員，因此本公司未能滿足下列規定：(a)根據上市規則第3.10(1)條，董事會必須包括至少三名獨立非執行董事；(b)根據上市規則第3.10A條，獨立非執行董事必須佔董事會成員人數至少三分之一；(c)根據上市規則第3.21條，本公司審核委員會成員須全部是非執行董事且至少要有三名成員；(d)根據上市規則第3.10(2)條，其中至少一名獨立非執行董事必須具備適當的專業資格，或具備適當的會計或相關的財務管理專長；(e)根據上市規則第3.25條，本公司薪酬委員會大部分成員須為獨立非執行董事並由獨立非執行董事出任主席；及(f)根據企業管治守則之守則條文第A.5.1條，提名委員會成員須以獨立非執行董事佔大多數。

## Other Information 其他資料

Upon the appointments of Mr. Khor Khie Liem, Alex (“**Mr. Khor**”) and Mr. Zhang Ruigen (“**Mr. Zhang**”) on 3 February 2021 and 25 June 2021 respectively, (i) the Board has three independent non-executive Directors, namely, Professor Zhu Yi Zhun (“**Professor Zhu**”), Mr. Khor and Mr. Zhang which is in compliance with Rule 3.10(1) of the Listing Rules; (ii) the independent non-executive Directors represent at least one-third of the Board in compliance with Rule 3.10A of the Listing Rules; (iii) the Audit Committee comprising three independent non-executive Directors, namely Mr. Khor (chairman), Professor Zhu and Mr. Zhang and is in compliance with Rule 3.21 of the Listing Rules; (iv) the Audit Committee has at least one of the independent non-executive directors who must have appropriate professional qualifications or accounting or related financial management expertise as required under Rule 3.10(2) of the Listing Rules; (v) the Remuneration Committee comprised two executive Directors, namely Mr. Chen Chengqing (“**Mr. Chen**”) and Professor Zhang Rongqing (“**Professor Zhang**”), and three independent non-executive Directors, namely Mr. Khor (Chairman), Professor Zhu and Mr. Zhang and is in compliance with Rule 3.25 of the Listing Rules; and (vi) the Nomination Committee Comprised two executive Directors, namely Mr. Chen (Chairman) and Professor Zhang, and three independent non-executive Directors, namely Professor Zhu, Mr. Khor and Mr. Zhang and in compliance with code provision A.5.1 of the CG Code.

From 25 June 2021 onwards, the composition of the Board and the Audit Committee are in compliance with the requirements under Rule 3.10(1), Rule 3.10A, Rule 3.21 and Rule 3.10(2) of the Listing Rules respectively, and the composition of the Remuneration Committee and the Nomination Committee are in compliance with Rule 3.25 and code provision A.5.1 of the CG Code in Appendix 14 of the Listing Rules respectively.

於許麒麟先生(「許先生」)及張瑞根先生(「張先生」)分別於二零二一年二月三日及二零二一年六月二十五日獲委任後，(i)董事會有三名獨立非執行董事朱依諄教授(「朱教授」)、許先生及張先生，符合上市規則第3.10(1)條的規定；(ii)獨立非執行董事佔董事會成員人數至少三分之一，符合上市規則第3.10A條的規定；(iii)審核委員會由三名獨立非執行董事許先生(主席)、朱教授及張先生組成，符合上市規則第3.21條的規定；(iv)審核委員會有至少一名獨立非執行董事必須具備適當的專業資格或會計或相關財務管理專長，符合上市規則第3.10(2)條的規定；(v)薪酬委員會由兩名執行董事陳成慶先生(「陳先生」)及張榮慶教授(「張教授」)以及三名獨立非執行董事許先生(主席)、朱教授及張先生組成，符合上市規則第3.25條的規定；及(vi)提名委員會由兩名執行董事陳先生(主席)及張教授以及三名獨立非執行董事朱教授、許先生及張先生組成，符合企業管治守則的守則條文第A.5.1條。

自二零二一年六月二十五日起，董事會及審核委員會的組成分別已符合上市規則第3.10(1)條、第3.10A條、第3.21條及第3.10(2)條的規定，以及薪酬委員會及提名委員會的組成分別符合上市規則第3.25條及附錄十四企業管治守則的守則條文第A.5.1條。

## Other Information 其他資料

### AUDIT COMMITTEE REVIEW

An audit committee has been established by the Company to review the financial reporting process, risk management and internal control systems of the Group. The Audit Committee currently comprises three independent non-executive Directors, namely Mr. Khor, Prof. Zhu and Mr. Zhang. Mr. Khor serves as the chairman of the Audit Committee, who has the professional qualification and experience in financial matters in compliance with the requirements of the Listing Rules.

The Audit Committee has reviewed with management the accounting principles and practices adopted by the Group and discussed internal control and financial reporting matters including the review of the unaudited condensed consolidated interim financial statements of the Group for the Current Period. They considered that the unaudited interim financial statements of the Group for the Current Period are in compliance with the relevant accounting standards, rules and regulations and fairly present the Group's financial position and results for the Current Period.

### 審核委員會審閱

本公司已成立審核委員會，以審閱本集團的財務申報程序、風險管理及內部監控系統。審核委員會目前由三名獨立非執行董事許先生、朱教授及張先生組成。許先生為審核委員會主席，其具備專業資格及財務事宜經驗，符合上市規則的規定。

審核委員會已與管理層審閱本集團所採納的會計原則及慣例，並討論內部監控及財務報告事宜，包括審閱本集團於本期間的未經審核簡明綜合中期財務報表。彼等認為，本集團本期間的未經審核中期財務報表符合相關會計準則、規則及法規，並公平呈列本集團於本期間的財務狀況及業績。

### REMUNERATION COMMITTEE

As at the date of this report, the remuneration committee of the Company comprises three independent non-executive Directors and two executive Directors, and is responsible for assisting the Board to oversee the Company's remuneration packages, bonus and other compensation payable to Directors and senior management and establishing a formal and transparent procedure for developing policy on such remuneration.

### NOMINATION COMMITTEE

As at the date of this report, the nomination committee (the "**Nomination Committee**") of the Company comprises three independent non-executive Directors and two executive Directors, and is responsible for reviewing the structure, size and composition of the Board, identifying individuals who are suitably qualified to become a member of the Board, and assessing the independence of the independent non-executive Directors. Having regard to the independence and quality of nominees, the Nomination Committee shall make recommendations to the Board so as to ensure that all nominations are fair and transparent. The Nomination Committee is also responsible for reviewing the succession plan for Directors, in particular the chairman and the chief executive.

### 薪酬委員會

於本報告日期，本公司的薪酬委員會由三名獨立非執行董事及兩名執行董事組成，負責協助董事會監督本公司的薪酬待遇、花紅及其他應付予董事及高級管理層的補償，並為制訂該等薪酬政策而設立正式且具透明度的程序。

### 提名委員會

於本報告日期，本公司的提名委員會（「**提名委員會**」）由三名獨立非執行董事及兩名執行董事組成，負責檢討董事會的架構、人數及組成、物色具適合資格出任董事會成員的人選及評核獨立非執行董事的獨立性。經考慮被提名人士的獨立性及品格後，提名委員會須向董事會提供推薦意見，以確保所有提名均為公平及透明。提名委員會亦負責審閱董事繼任計劃，尤其是主席及行政總裁。

## Other Information 其他資料

### PUBLICATION OF INTERIM REPORT

The 2021 interim report containing all the information required by the Listing Rules will be despatched to shareholders as well as made available on our Company's website at [www.1889hk.com](http://www.1889hk.com) and the Stock Exchange's website at [www.hkexnews.hk](http://www.hkexnews.hk) respectively in due course.

### ACKNOWLEDGEMENT

I would like to express the Board's sincere gratitude to the management team and all other employees for their hard work and dedication. Their excellence and commitment are of vital importance in ensuring and enhancing the sustainability of the Group. Finally, I would like to take this opportunity to thank our shareholders and all other stakeholders for their continuous support and confidence in us.

On behalf of the Board

**CHEN CHENGQING**

*Chairman*

Hong Kong, 31 August 2021

### 刊發中期報告

二零二一年中期報告(載有上市規則所規定的所有資料)將適時寄發予股東，並將分別載於本公司網站[www.1889hk.com](http://www.1889hk.com)及聯交所網站[www.hkexnews.hk](http://www.hkexnews.hk)以供閱覽。

### 致謝

本人謹代表董事會，對管理層團隊及所有其他僱員的努力及熱誠，致以衷心感謝。彼等的卓越表現及承擔對確保及提高本集團的持續發展起著關鍵作用。最後，本人藉此機會感謝各股東及所有其他利益相關者一直以來的鼎力支持及信任。

代表董事會

*主席*

**陳成慶**

香港，二零二一年八月三十一日

# Condensed Consolidated Statement of Profit or Loss

## 簡明綜合損益表

For the six months ended 30 June 2021  
截至二零二一年六月三十日止六個月

			2021 二零二一年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2020 二零二零年 RMB'000 人民幣千元 (Unaudited) (未經審核)
<b>Revenue</b>	<b>收益</b>	5	<b>28,007</b>	58,995
Cost of sales and services rendered	銷售及提供服務之成本		<b>(11,097)</b>	(47,292)
Gross profit	毛利		<b>16,910</b>	11,703
Other income and other gain, net	其他收入及其他收益淨額		<b>111</b>	787
Distribution costs	分銷成本		<b>(472)</b>	(892)
Administrative and other expenses	行政及其他開支		<b>(4,184)</b>	(6,568)
<b>Profit before income tax</b>	<b>除所得稅前溢利</b>		<b>12,365</b>	5,030
Income tax expenses	所得稅開支	7	<b>(3,530)</b>	(1,573)
<b>Profit for the period</b>	<b>期內溢利</b>	6	<b>8,835</b>	3,457
<b>Profit for the period attributable to:</b>	<b>以下人士應佔期內溢利：</b>			
Owners of the Company	本公司擁有人		<b>6,277</b>	2,417
Non-controlling interests	非控股權益		<b>2,558</b>	1,040
			<b>8,835</b>	3,457
<b>Earnings per share</b>	<b>每股盈利</b>			
Basic (RMB cents)	基本(人民幣分)	9	<b>0.2</b>	0.1
Diluted (RMB cents)	攤薄(人民幣分)	9	<b>0.2</b>	0.1



# Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income

## 簡明綜合損益及其他全面收益表

For the six months ended 30 June 2021

截至二零二一年六月三十日止六個月

		2021	2020
		二零二一年	二零二零年
		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>Profit for the period</b>	期內溢利	<b>8,835</b>	3,457
<b>Other comprehensive loss:</b>	其他全面虧損：		
<i>Items that may be reclassified subsequently to profit or loss:</i>	其後或會重新分類至損益之項目：		
Exchange differences on translation of foreign operations	換算海外業務之匯兌差額	<b>(1,178)</b>	(585)
<b>Total comprehensive income for the period</b>	期內全面收益總額	<b>7,657</b>	2,872
<b>Attributable to:</b>	以下人士應佔：		
— Owners of the Company	— 本公司擁有人	<b>5,099</b>	1,832
— Non-controlling interests	— 非控股權益	<b>2,558</b>	1,040
		<b>7,657</b>	2,872

# Condensed Consolidated Statement of Financial Position

## 簡明綜合財務狀況表

At 30 June 2021

於二零二一年六月三十日

		30 June 2021 於二零二一年 六月三十日	31 December 2020 於二零二零年 十二月三十一日
		RMB'000 人民幣千元 (Unaudited) (未經審核)	RMB'000 人民幣千元 (Audited) (經審核)
		Notes 附註	
<b>NON-CURRENT ASSETS</b>			
	<b>非流動資產</b>		
Property, plant and equipment	物業、廠房及設備	9,563	10,272
Right-of-use assets	使用權資產	4,472	4,531
Intangible assets	無形資產	7,366	36,855
		10	
		<b>21,401</b>	51,658
<b>CURRENT ASSETS</b>			
	<b>流動資產</b>		
Inventories	存貨	13,907	14,025
Trade and other receivables	貿易應收款項及 其他應收款項	79,904	123,696
		11	
Tax recoverable	可收回稅項	-	29
Finance lease receivables	融資租賃應收款項	59,460	98,095
Financial assets at fair value through profit or loss	按公平值計入損益之 金融資產	510	517
Cash and cash equivalents	現金及現金等價物	132,102	2,630
		<b>285,883</b>	238,992
<b>CURRENT LIABILITIES</b>			
	<b>流動負債</b>		
Trade and other payables	貿易應付款項及 其他應付款項	92,416	82,033
		12	
Tax payables	應付稅項	3,850	5,011
		<b>96,266</b>	87,044

# Condensed Consolidated Statement of Financial Position (Continued)

## 簡明綜合財務狀況表(續)

At 30 June 2021

於二零二一年六月三十日

		30 June 2021 於二零二一年 六月三十日 Notes 附註	31 December 2020 於二零二零年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核)
<b>NET CURRENT ASSETS</b>	淨流動資產	<b>189,617</b>	151,948
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>	總資產減流動負債	<b>211,018</b>	203,606
<b>NON-CURRENT LIABILITIES</b>	非流動負債		
Deferred tax liabilities	遞延稅項負債	<b>1,836</b>	2,081
<b>NET ASSETS</b>	淨資產	<b>209,182</b>	201,525
<b>CAPITAL AND RESERVES</b>	資本及儲備		
Share capital	股本	13 <b>28,601</b>	28,601
Reserves	儲備	<b>165,393</b>	160,294
Equity attributable to owners of the Company	本公司擁有人應佔權益	<b>193,994</b>	188,895
Non-controlling interests	非控股權益	<b>15,188</b>	12,630
<b>TOTAL EQUITY</b>	總權益	<b>209,182</b>	201,525

# Condensed Consolidated Statement of Changes in Equity

## 簡明綜合權益變動表

For the six months ended 30 June 2021  
截至二零二一年六月三十日止六個月

		Attributable to owners of the Company 本公司擁有人應佔									
		Share capital	Share premium	Share option reserve	Special reserve	Statutory surplus reserve	Translation reserve	Accumulated losses	Sub-Total	Non-controlling interests	Total
		股本	股份溢價	購股權儲備	特別儲備	盈餘儲備	匯兌儲備	累計虧損	小計	非控股權益	總計
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
At 1 January 2020 (audited)	於二零二零年一月一日 (經審核)	28,601	1,254,954	1,647	(10,416)	277	(736)	(1,094,321)	180,006	7,560	187,566
Total comprehensive income for the period (unaudited)	期內全面總收益 (未經審核)	-	-	-	-	-	(585)	2,417	1,832	1,040	2,872
At 30 June 2020 (unaudited)	於二零二零年六月三十日 (未經審核)	28,601	1,254,954	1,647	(10,416)	277	(1,321)	(1,091,904)	181,838	8,600	190,438
At 1 January 2021 (audited)	於二零二一年一月一日 (經審核)	28,601	1,254,954	1,647	(10,416)	277	1,731	(1,087,899)	188,895	12,630	201,525
Total comprehensive income for the period (unaudited)	期內全面總收益 (未經審核)	-	-	-	-	-	(1,178)	6,277	5,099	2,558	7,657
At 30 June 2021 (unaudited)	於二零二一年六月三十日 (未經審核)	28,601	1,254,954	1,647	(10,416)	277	553	(1,081,622)	193,994	15,188	209,182

# Condensed Consolidated Statement of Cash Flows

## 簡明綜合現金流量表

For the six months ended 30 June 2021  
截至二零二一年六月三十日止六個月

		Six months ended 30 June 截至六月三十日止六個月	
		2021 二零二一年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2020 二零二零年 RMB'000 人民幣千元 (Unaudited) (Restated) (經重列)
		Notes 附註	
<b>Net cash generated from operating activities</b>	經營活動所得現金淨額	<b>100,995</b>	3,255
<b>Cash flow from investing activities</b>	投資活動所得現金流量		
Refund from intangible assets	無形資產退款	<b>28,507</b>	-
Purchase of property, plant and equipment	購買物業、廠房及設備	<b>(20)</b>	(649)
<b>Net cash generated from/(used in) investing activities</b>	投資活動所得/(所用)現金淨額	<b>28,487</b>	(649)
<b>Net increase in cash and cash equivalents</b>	現金及現金等價物增加淨額	<b>129,482</b>	2,606
<b>Cash and cash equivalents at 1 January</b>	於一月一日的現金及現金等價物	<b>2,630</b>	4,195
Effect of foreign exchange rates changes	外匯變動之影響	<b>(10)</b>	(42)
<b>Cash and cash equivalents at 30 June</b>	於六月三十日的現金及現金等價物	<b>132,102</b>	6,759
<b>Analysis of the balances of cash and cash equivalents</b>	現金及現金等價物結餘分析		
Cash and cash equivalents at 30 June	於六月三十日的現金及現金等價物	<b>132,102</b>	6,759

# Notes to the Unaudited Condensed Consolidated Financial Statements

## 未經審核簡明綜合財務報表附註

For the six months ended 30 June 2021

截至二零二一年六月三十日止六個月

### 1. GENERAL INFORMATION

Sanai Health Industry Group Company Limited (the “**Company**”) was incorporated in the Cayman Islands on 21 March 2006 and registered as an exempted company with limited liability under the Companies Law, Cap. 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands (the “**Cayman Companies Law**”) and acts as an investment holding company. Its shares are listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) on 1 February 2007. The addresses of the registered office of the Company is Grand Pavilion, Hibiscus Way, 802 West Bay Road, P.O. Box 31119, KY1-1205, Cayman Islands. The principal place of business of the Company is Unit 5, 7/F., Nanyang Plaza, 57 Hung To Road, Kwun Tong, Kowloon, Hong Kong.

Reference to the announcement dated on 24 January 2020, the trading of ordinary shares of the Company on the Stock Exchange has been suspended with effect from 24 January 2020. In view of the Listing (Review) Committee Decision, the Company is required to re-comply with Rule 13.24 of the Listing Rules and resume trading within a period of 18 months from the date of suspension. Should the Company fail to do so by the expiry of the 18-month period, the Stock Exchange will proceed with cancellation of the Company's listing.

### 1. 一般資料

三愛健康產業集團有限公司(「**本公司**」)根據開曼群島第22章公司法(「**開曼群島公司法**」)(一九六一年第三條法例，經綜合及修訂)於二零零六年三月二十一日在開曼群島註冊成立及登記為受豁免有限公司並作為投資控股公司行事。其股份於二零零七年二月一日於香港聯合交易所有限公司(「**聯交所**」)主板上市。本公司的註冊辦事處地址為Grand Pavilion, Hibiscus Way, 802 West Bay Road, P.O. Box 31119, KY1-1205, Cayman Islands。本公司的主要營業地點地址為香港九龍觀塘鴻圖道57號南洋廣場7樓5室。

茲提述日期為二零二零年一月二十四日之公告，本公司普通股自二零二零年一月二十四日起於聯交所暫停買賣。鑒於上市(覆核)委員會決定，本公司須重新遵守上市規則第13.24條，並於暫停買賣日期起計18個月期間內恢復買賣。倘本公司未能於18個月期間屆滿前恢復買賣，聯交所可取消本公司的上市地位。



# Notes to the Unaudited Condensed Consolidated Financial Statements (Continued)

## 未經審核簡明綜合財務報表附註(續)

For the six months ended 30 June 2021

截至二零二一年六月三十日止六個月

### 1. GENERAL INFORMATION (Continued)

Reference to the announcement dated on 8 January 2021, the Company received a letter from the Stock Exchange on 6 January 2021 in relation to resumption guidance for the Company including (i) demonstrate its compliance with Rule 13.24 of the Listing Rules; (ii) publish all outstanding financial results and address any audit modifications; and (iii) re-comply with Rules 3.10, 3.10A, 3.21 and 3.25 of the Listing Rules. The Stock Exchange may modify the Resumption Guidance that have been given and/or give further guidance if the Company's situation changes. Under Rule 6.01A of the Listing Rules, the Stock Exchange may cancel the Company's listing if trading in the Company's shares has been suspended for 18 continuous months, expiring on 23 July 2021.

### 1. 一般資料(續)

茲提述日期為二零二一年一月八日之公告，本公司於二零二一年一月六日收到聯交所的函件，內容有關本公司之復牌指引，包括(i)證明其遵守上市規則第13.24條；(ii)發佈所有待刊發的財務業績，並處理任何審計修訂；及(iii)重新遵守上市規則第3.10、3.10A、3.21及3.25條。倘本公司的情況有變，聯交所可能修改已發出的復牌指引及／或作出進一步指引。根據上市規則第6.01A條，倘本公司的股份已連續18個月暫停買賣(於二零二一年七月二十三日屆滿)，聯交所可將本公司除牌。

# Notes to the Unaudited Condensed Consolidated Financial Statements (Continued)

## 未經審核簡明綜合財務報表附註(續)

For the six months ended 30 June 2021  
截至二零二一年六月三十日止六個月

### 2. BASIS OF PREPARATION

These condensed consolidated financial statements have been prepared in accordance with Hong Kong Accounting Standard 34 “Interim Financial Reporting” issued by the Hong Kong Institute of Certified Public Accountants (the “HKICPA”) and the applicable disclosures required by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

These condensed consolidated financial statements should be read in conjunction with the 2020 annual financial statements. The accounting policies and methods of computation used in the preparation of these condensed consolidated financial statements are consistent with those used in the annual financial statements for the year ended 31 December 2020.

### 2. 編製基準

該等簡明綜合財務報表乃根據香港會計師公會(「香港會計師公會」)所頒佈香港會計準則第34號「中期財務報告」及香港聯合交易所有限公司證券上市規則的適用披露規定編製。

該等簡明綜合財務報表應與二零二零年年度財務報表一併閱讀。編製該等簡明綜合財務報表所用會計政策及計算方法與截至二零二零年十二月三十一日止年度的年度財務報表所用者貫徹一致。

# Notes to the Unaudited Condensed Consolidated Financial Statements (Continued)

## 未經審核簡明綜合財務報表附註(續)

For the six months ended 30 June 2021

截至二零二一年六月三十日止六個月

### 3. ADOPTION OF NEW AND REVISED HONG KONG FINANCIAL REPORTING STANDARDS

In the current period, the Group has adopted all the new and revised Hong Kong Financial Reporting Standards (“HKFRSs”) issued by the HKICPA that are relevant to its operations and effective for its accounting year beginning on 1 January 2021. HKFRSs comprise Hong Kong Financial Reporting Standards (“HKFRS”); Hong Kong Accounting Standards (“HKAS”); and Interpretations. The adoption of these new and revised HKFRSs did not result in significant changes to the Group’s accounting policies, presentation of the Group’s financial statements and amounts reported for the current period and prior years.

The Group has not applied the new HKFRSs that have been issued but are not yet effective. The Group has already commenced an assessment of the impact of these new HKFRSs but is not yet in a position to state whether these new HKFRSs would have a material impact on its results of operations and financial position.

### 3. 採納新訂及經修訂香港財務報告準則

於本期間，本集團已採納香港會計師公會頒佈的所有新訂及經修訂香港財務報告準則(「香港財務報告準則」)，有關準則與其業務營運有關且於二零二一年一月一日開始的會計年度生效。香港財務報告準則包括香港財務報告準則(「香港財務報告準則」)、香港會計準則(「香港會計準則」)及詮釋。採納該等新訂及經修訂香港財務報告準則不會導致本集團會計政策、本集團財務報表呈列以及本期間及過往年度所匯報金額出現重大變動。

本集團並無應用已頒佈但未生效的新訂香港財務報告準則。本集團已開始評估該等新訂香港財務報告準則之影響，惟未能確定該等新訂香港財務報告準則會否對其經營業績及財務狀況造成重大影響。

# Notes to the Unaudited Condensed Consolidated Financial Statements (Continued)

## 未經審核簡明綜合財務報表附註(續)

For the six months ended 30 June 2021  
截至二零二一年六月三十日止六個月

#### 4. SEGMENT INFORMATION

The Group manages its businesses by divisions, which are organised by business lines. In a manner consistent with the way in which information is reported internally to the board of the Company (the "Board") (the chief operating decision maker) for the purposes of resources allocation and performance assessment, the Group has presented the following four reportable segments. No operating segments have been aggregated to form the following reportable segments.

- (i) Pharmaceutical products: development, manufacturing, marketing and sales of pharmaceutical products, sales of pharmaceutical related software and provision of consultancy services;
- (ii) Finance leasing: provision of finance leasing services;
- (iii) Other general trading: trading of goods other than pharmaceutical products; and
- (iv) Genetic testing and molecular diagnostic services: provision of genetic testing and molecular diagnostic services.

#### 4. 分部資料

本集團以分部管理業務，而分部則以業務範圍劃分。按與本公司董事會（「董事會」）（主要經營決策者）就資源分配和表現評估作內部報告資料一致的方式，本集團已呈列以下四個可呈報分部。本集團並無將營運分部合併以組成以下可呈報分部。

- (i) 醫藥產品：開發、製造、市場推廣及銷售醫藥產品，銷售醫藥相關軟件以及提供顧問服務；
- (ii) 融資租賃：提供融資租賃服務；
- (iii) 其他一般貿易：買賣醫藥產品以外之商品；及
- (iv) 基因檢測及分子生物診斷服務：提供基因檢測及分子生物診斷服務。

# Notes to the Unaudited Condensed Consolidated Financial Statements (Continued)

## 未經審核簡明綜合財務報表附註(續)

For the six months ended 30 June 2021

截至二零二一年六月三十日止六個月

### 4. SEGMENT INFORMATION (Continued)

Information regarding the Group's reportable segments as provided to the Board for the purposes of resources allocation and assessment of segment performance for the six months ended 30 June 2021 and 2020 is set out below:

#### For the six months ended 30 June 2021 (Unaudited)

### 4. 分部資料(續)

截至二零二一年及二零二零年六月三十日止六個月，有關本集團可呈報分部之資料載列如下，該等資料乃提供予董事會以分配資源及評估分部表現：

#### 截至二零二一年六月三十日止六個月(未經審核)

	Pharmaceutical products	Finance leasing	Other general trading	Genetic testing and molecular diagnostic services	Total
	醫藥產品	融資租賃	其他一般貿易	基因檢測及分子生物	總計
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
Reportable segment revenue from external customers	16,112	7,002	2,306	2,587	28,007
Reportable segment profit/(loss)	7,288	6,687	(111)	500	14,364

# Notes to the Unaudited Condensed Consolidated Financial Statements (Continued)

## 未經審核簡明綜合財務報表附註(續)

For the six months ended 30 June 2021  
截至二零二一年六月三十日止六個月

### 4. SEGMENT INFORMATION (Continued)

For the six months ended 30 June 2020 (Unaudited)

### 4. 分部資料(續)

截至二零二零年六月三十日止六個月(未經審核)

	Pharmaceutical products	Finance leasing	Other general trading	Genetic testing and molecular diagnostic services	Total
	醫藥產品	融資租賃	其他一般貿易	基因檢測及分子生物診斷服務	總計
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元

Reportable segment revenue from external customers	來自外部客戶之可呈報分部收益	20,677	3,302	32,083	2,933	58,995
Reportable segment profit	可呈報分部溢利	3,572	3,072	560	67	7,271

There are no inter-segment sales for the six-month periods ended 30 June 2021 and 2020.

截至二零二一年及二零二零年六月三十日止六個月期間並無分部間銷售。

The measure used for reporting segment profit/(loss) is earnings and losses of each segment without allocation of other income, central administration costs and other operating expenses.

用作計量呈報分部溢利/(虧損)的項目為各分部的盈利及虧損，並無分配其他收入、中央行政成本及其他運營開支。

# Notes to the Unaudited Condensed Consolidated Financial Statements (Continued)

## 未經審核簡明綜合財務報表附註(續)

For the six months ended 30 June 2021

截至二零二一年六月三十日止六個月

### 4. SEGMENT INFORMATION (Continued)

#### (i) Revenue from external customers

The following sets out information about the geographical location of the Group's revenue from external customers, based on the location at which the services were provided or the goods delivered.

### 4. 分部資料(續)

#### (i) 來自外部客戶之收益

下表載列有關本集團來自外部客戶之收益的所在地區之資料。客戶所在地區按提供服務或貨品付運地點劃分。

		Six months ended 30 June	
		截至六月三十日止六個月	
		2021	2020
		二零二一年	二零二零年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
Hong Kong	香港	2,587	2,933
The PRC	中國	25,420	23,979
Europe	歐洲	-	32,083
Total	總計	28,007	58,995

# Notes to the Unaudited Condensed Consolidated Financial Statements (Continued)

## 未經審核簡明綜合財務報表附註(續)

For the six months ended 30 June 2021  
截至二零二一年六月三十日止六個月

### 4. SEGMENT INFORMATION (Continued)

#### (ii) Reconciliation of reportable segment profit or loss:

### 4. 分部資料(續)

#### (ii) 可呈報分部損益對賬：

		Six months ended 30 June 截至六月三十日止六個月	
		2021 二零二一年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2020 二零二零年 RMB'000 人民幣千元 (Unaudited) (未經審核)
Total reportable segment profit derived from the Group's external customers	來自本集團外部客戶之可呈報分部溢利總額	14,364	7,271
Unallocated head office and corporate other revenue and net income	未分配總辦事處及公司其他收入及淨收入	111	787
Unallocated head office and corporate expenses	未分配總辦事處及公司開支		
— staff cost (including director's emoluments)	— 員工成本(包括董事酬金)	(953)	(1,072)
— others	— 其他	(1,157)	(1,956)
Consolidated profit before income tax for the period	期內除所得稅前綜合溢利	12,365	5,030



# Notes to the Unaudited Condensed Consolidated Financial Statements (Continued)

## 未經審核簡明綜合財務報表附註(續)

For the six months ended 30 June 2021

截至二零二一年六月三十日止六個月

### 4. SEGMENT INFORMATION (Continued)

#### (ii) Reconciliation of reportable segment profit or loss: (Continued)

The following table presents segment assets and segment liabilities of the Group's operating segments as at 30 June 2021 and 31 December 2020:

#### At 30 June 2021 (Unaudited)

	Pharmaceutical products	Finance leasing	Other general trading	Genetic testing and molecular diagnostic services	Total
	醫藥產品	融資租賃	其他一般貿易	基因檢測及分子生物診斷服務	總額
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
Reportable segment assets 可呈報分部資產	84,608	59,709	26,611	1,237	172,165
Reportable segment liabilities 可呈報分部負債	(25,522)	(15,255)	(24,678)	(2,743)	(68,198)

#### At 31 December 2020 (Audited)

	Pharmaceutical products	Finance leasing	Other general trading	Genetic testing and molecular diagnostic services	Total
	醫藥產品	融資租賃	其他一般貿易	基因檢測及分子生物診斷服務	總額
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
Reportable segment assets 可呈報分部資產	55,649	113,126	64,751	1,667	235,193
Reportable segment liabilities 可呈報分部負債	(25,403)	(13,995)	(15,218)	(2,814)	(57,430)

### 4. 分部資料(續)

#### (ii) 可呈報分部損益對賬：(續)

下表載列於二零二一年六月三十日及二零二零年十二月三十一日本集團經營分部的分部資產及分部負債：

於二零二一年六月三十日  
(未經審核)

於二零二零年十二月三十一日  
(經審核)

# Notes to the Unaudited Condensed Consolidated Financial Statements (Continued)

## 未經審核簡明綜合財務報表附註(續)

For the six months ended 30 June 2021  
截至二零二一年六月三十日止六個月

### 5. REVENUE

The amount of each significant category of revenue recognised during the period are as follows:

### 5. 收益

期內確認之各重大類別之收益金額如下：

		Six months ended 30 June 截至六月三十日止六個月	
		2021 二零二一年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2020 二零二零年 RMB'000 人民幣千元 (Unaudited) (未經審核)
<b>Revenue from contracts with customers</b>	<b>來自客戶合約之收益</b>		
Sales of goods	銷售貨品		
— Pharmaceutical products	— 醫藥產品	16,112	20,677
— Other goods for general trading	— 其他一般貿易產品	2,306	32,083
Provision of genetic services and molecular diagnostic services	提供基因檢測及分子生物診斷服務	2,587	2,933
		<b>21,005</b>	55,693
<b>Revenue from other sources</b>	<b>來自其他來源之收益</b>		
Finance leasing interest income	融資租賃利息收入	7,002	3,302
		<b>28,007</b>	58,995

The revenue from contracts with customers of the Group during the six months ended 30 June 2021 are recognised at a point in time (for the six months ended 30 June 2020: at a point in time).

截至二零二一年六月三十日止六個月，本集團來自客戶合約之收益於某一時間點(截至二零二零年六月三十日止六個月：某一時間點)確認。

# Notes to the Unaudited Condensed Consolidated Financial Statements (Continued)

## 未經審核簡明綜合財務報表附註(續)

For the six months ended 30 June 2021

截至二零二一年六月三十日止六個月

### 6. PROFIT FOR THE PERIOD

Profit for the period is arrived at after charging/  
(crediting):

### 6. 期內溢利

期內溢利已扣除/(計入)以下各項：

		Six months ended 30 June	
		截至六月三十日止六個月	
		2021	2020
		二零二一年	二零二零年
		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	450	473
Amortisation of intangible assets	無形資產攤銷	985	985
Loss/(gain) on financial assets at fair value through profit or loss	按公平值計入損益之金融資產的虧損/(收益)	7	(11)
Expenses related to short-term leases	與短期租賃有關之開支	135	457
Cost of inventories	存貨成本	8,647	43,825

# Notes to the Unaudited Condensed Consolidated Financial Statements (Continued)

## 未經審核簡明綜合財務報表附註(續)

For the six months ended 30 June 2021  
截至二零二一年六月三十日止六個月

### 7. INCOME TAX EXPENSES

### 7. 所得稅開支

		Six months ended 30 June	
		截至六月三十日止六個月	
		2021	2020
		二零二一年	二零二零年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
Current tax	當期稅項		
PRC Enterprise Income Tax ("EIT")	中國企業所得稅 ([「企業所得稅」])	3,775	1,818
Deferred taxation	遞延稅項	(245)	(245)
		<b>3,530</b>	1,573

# Notes to the Unaudited Condensed Consolidated Financial Statements (Continued)

## 未經審核簡明綜合財務報表附註(續)

For the six months ended 30 June 2021

截至二零二一年六月三十日止六個月

### 7. INCOME TAX EXPENSES (Continued)

For the PRC subsidiaries of the Group, PRC EIT is calculated at 25% (2020: 25%) in accordance with the relevant laws and regulations in the PRC.

Hong Kong Profits Tax has been provided at a rate of 16.5% on the estimated assessable profit for the six months ended 30 June 2021 and 2020. No provision for Hong Kong Profits Tax has been made for the six months ended 30 June 2021 and 2020 as the Group did not generate any assessable profits arising in Hong Kong during the six months ended 30 June 2021 and 2020.

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

### 8. DIVIDENDS

The directors do not recommend the payment of any dividend for the six months ended 30 June 2021 and 2020.

### 7. 所得稅開支(續)

就本集團中國附屬公司而言，中國企業所得稅乃根據中國相關法律及法規按25%(二零二零年：25%)的稅率計算。

香港利得稅撥備乃根據截至二零二一年及二零二零年六月三十日止六個月估計應課稅溢利按16.5%的稅率計提。截至二零二一年及二零二零年六月三十日止六個月概無就香港利得稅計提撥備，原因為本集團截至二零二一年及二零二零年六月三十日止六個月於香港概無產生任何應課稅溢利。

根據開曼群島之規則及規例，本集團毋須繳付任何開曼群島所得稅。

### 8. 股息

董事不建議就截至二零二一年及二零二零年六月三十日止六個月派付任何股息。

# Notes to the Unaudited Condensed Consolidated Financial Statements (Continued)

## 未經審核簡明綜合財務報表附註(續)

For the six months ended 30 June 2021  
截至二零二一年六月三十日止六個月

### 9. EARNINGS PER SHARE

The calculation of basic earnings per share attributable to the owners of the Company are based on the following data:

### 9. 每股盈利

本公司擁有人應佔每股基本盈利乃根據以下數據計算：

		Six months ended 30 June	
		截至六月三十日止六個月	
		2021	2020
		二零二一年	二零二零年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
Profit for the period attributable to the owners of the Company for the purpose of basic earnings per share	就計算每股基本盈利所用本公司擁有人應佔期內溢利	<b>6,277</b>	2,417
<b>Number of shares</b>		<b>'000</b>	<b>'000</b>
股份數目		千股	千股
Weighted average number of ordinary shares for the purpose of basic earnings per share	就計算每股基本盈利所用普通股加權平均數	<b>3,067,223</b>	3,067,223

For the six-month period ended 30 June 2021 and 2020, the diluted earnings per share was the same as the basic earnings per share as the impact of share options had an anti-dilutive effect.

截至二零二一年及二零二零年六月三十日止六個月期間，由於購股權的影響具有反攤薄作用，每股攤薄盈利與每股基本盈利相同。

# Notes to the Unaudited Condensed Consolidated Financial Statements (Continued)

## 未經審核簡明綜合財務報表附註(續)

For the six months ended 30 June 2021

截至二零二一年六月三十日止六個月

### 10. INTANGIBLE ASSETS

As at 31 December 2020, included in the intangible assets of RMB28,507,000 represents the intangible asset related to a right to the economic returns on certain laundry shops in the PRC. Since the acquisition of the intangible assets and up to June 2021, due to the changes in market condition, the economic returns on most laundry shops in the PRC is unsatisfactory and that the progress on setting up new laundry shops in the PRC was far behind schedule. The management in accordance with the clause of the agreement with the Vendor, had requested for the full refund from the Vendor. The amount of the above mentioned refund had been settled in June 2021.

### 10. 無形資產

於二零二零年十二月三十一日，計入無形資產的人民幣28,507,000元是與中國若干洗衣店的經濟回報權利有關的無形資產。自收購該無形資產以來直至二零二一年六月，由於市場環境的變化，在中國的大部分洗衣店的經濟回報欠佳，且在中國開設新洗衣店的進度遠落後於計劃。管理層根據與賣方的協議條款，已要求賣方全額退款。上述退款的金額已於二零二一年六月結清。

# Notes to the Unaudited Condensed Consolidated Financial Statements (Continued)

## 未經審核簡明綜合財務報表附註(續)

For the six months ended 30 June 2021  
截至二零二一年六月三十日止六個月

### 11. TRADE AND OTHER RECEIVABLES      11. 貿易應收款項及其他應收款項

	As at 30 June 2021 於二零二一年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核)	As at 31 December 2020 於二零二零年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核)
Trade receivables (net of loss allowance)	23,943	23,176
Other receivables	10,219	29,146
Investment in bond issued by a private company	-	10,946
Amount due from a related company	2	2
Prepayments and deposits	45,640	60,326
Other PRC tax receivables	100	100
	<b>79,904</b>	123,696



# Notes to the Unaudited Condensed Consolidated Financial Statements (Continued)

## 未經審核簡明綜合財務報表附註(續)

For the six months ended 30 June 2021

截至二零二一年六月三十日止六個月

### 11. TRADE AND OTHER RECEIVABLES (Continued)

The Group normally grants credit terms of 30 to 180 days (31 December 2020: 30 to 180 days) to its customers. Included in trade and other receivables are trade receivables (net of impairment) of approximately RMB23,943,000 (31 December 2020: approximately RMB23,176,000) and their ageing analysis (net of impairment) at the end of the reporting period, presented based on the invoice date is as follows:

### 11. 貿易應收款項及其他應收款項 (續)

本集團一般向其客戶授出30至180日(二零二零年十二月三十一日:30至180日)的信貨期。貿易應收款項及其他應收款項當中包含貿易應收款項(扣除減值)約人民幣23,943,000元(二零二零年十二月三十一日:約人民幣23,176,000元)。於報告期末按發票日期呈列的賬齡分析(扣除減值)如下:

		As at 30 June 2021 於二零二一年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核)	As at 31 December 2020 於二零二零年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核)
Within 30 days	30日內	<b>6,850</b>	6,452
31 to 60 days	31至60日	<b>5,374</b>	5,050
61 to 90 days	61至90日	<b>4,299</b>	4,126
91 to 120 days	91至120日	<b>3,549</b>	3,540
121 to 365 days	121至365日	<b>1,126</b>	945
Over 365 days	超過365日	<b>2,745</b>	3,063
		<b>23,943</b>	23,176

# Notes to the Unaudited Condensed Consolidated Financial Statements (Continued)

## 未經審核簡明綜合財務報表附註(續)

For the six months ended 30 June 2021

截至二零二一年六月三十日止六個月

### 12. TRADE AND OTHER PAYABLES

### 12. 貿易應付款項及其他應付款項

		As at 30 June 2021 於二零二一年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核)	As at 31 December 2020 於二零二零年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核)
Trade payables	貿易應付款項	<b>11,683</b>	9,736
Payroll and welfare payables	應付薪金及福利	<b>2,310</b>	1,828
Accrued expenses	應計費用	<b>8,715</b>	6,547
Other payables	其他應付款項	<b>50,628</b>	46,684
Other PRC tax payables	其他中國應付稅項	<b>126</b>	466
Contract liabilities	合約負債	<b>13,154</b>	10,972
Deposits received	已收按金	<b>5,800</b>	5,800
		<b>92,416</b>	82,033

# Notes to the Unaudited Condensed Consolidated Financial Statements (Continued)

## 未經審核簡明綜合財務報表附註(續)

For the six months ended 30 June 2021

截至二零二一年六月三十日止六個月

### 12. TRADE AND OTHER PAYABLES (Continued)

Included in trade and other payables are trade payables of approximately RMB11,683,000 (31 December 2020: approximately RMB9,736,000) and their ageing analysis of trade payables, presented based on the invoice date is as follows:

### 12. 貿易應付款項及其他應付款項 (續)

貿易應付款項及其他應付款項當中包含貿易應付款項約人民幣11,683,000元(二零二零年十二月三十一日:約人民幣9,736,000元),按發票日期呈列的貿易應付款項賬齡分析如下:

		As at 30 June 2021 於二零二一年 六月三十日 RMB'000 人民幣千元 (Unaudited) (未經審核)	As at 31 December 2020 於二零二零年 十二月三十一日 RMB'000 人民幣千元 (Audited) (經審核)
Within 30 days	30日內	<b>4,913</b>	4,866
31 to 60 days	31至60日	<b>2,852</b>	1,006
61 to 90 days	61至90日	<b>3,549</b>	3,517
91 to 120 days	91至120日	<b>110</b>	75
121 to 365 days	121至365日	<b>125</b>	114
Over 365 days	超過365日	<b>134</b>	158
		<b>11,683</b>	9,736

# Notes to the Unaudited Condensed Consolidated Financial Statements (Continued)

## 未經審核簡明綜合財務報表附註(續)

For the six months ended 30 June 2021  
截至二零二一年六月三十日止六個月

### 13. SHARE CAPITAL

### 13. 股本

	Number of ordinary shares 普通股數目 (‘000) (千股)	Amount 金額 HK\$’000 千港元
<b>Authorised:</b>	<b>法定：</b>	
Ordinary shares of HK\$0.01 each At 1 January 2020 (Audited), 30 June 2020 (Unaudited), 1 January 2021 (Audited) and 30 June 2021 (Unaudited)	每股面值0.01港元的普通股 於二零二零年一月一日(經審核)、 二零二零年六月三十日(未經 審核)、二零二一年一月一日 (經審核)及二零二一年 六月三十日(未經審核)	10,000,000 100,000
<b>Issued and fully paid:</b>	<b>已發行及繳足：</b>	
Ordinary shares of HK\$0.01 each At 1 January 2020 (Audited), 30 June 2020 (Unaudited), 1 January 2021 (Audited) and 30 June 2021 (Unaudited)	每股面值0.01港元的普通股 於二零二零年一月一日(經審核)、 二零二零年六月三十日(未經 審核)、二零二一年一月一日 (經審核)及二零二一年 六月三十日(未經審核)	3,067,223 30,672
		RMB’000 人民幣千元
Shown in the condensed consolidated financial statements at 1 January 2020 (Audited), 30 June 2020 (Unaudited), 1 January 2021 (Audited) and 30 June 2021 (Unaudited)	於二零二零年一月一日(經審核)、 二零二零年六月三十日(未經審核)、 二零二一年一月一日(經審核)及 二零二一年六月三十日(未經審核) 之簡明綜合財務報表所列	82,601

# Notes to the Unaudited Condensed Consolidated Financial Statements (Continued)

## 未經審核簡明綜合財務報表附註(續)

For the six months ended 30 June 2021

截至二零二一年六月三十日止六個月

### 14. MATERIAL RELATED PARTY TRANSACTIONS

The details of remuneration of key management personnel, representing amounts paid to the directors of the Company during the six-month period ended 30 June 2021, are set out as follows:

### 14. 重大關連方交易

截至二零二一年六月三十日止六個月期間的主要管理人員薪酬(即向本公司董事支付的金額)詳情載列如下:

	Six months ended 30 June	
	截至六月三十日止六個月	
	2021	2020
	二零二一年	二零二零年
	RMB'000	RMB'000
	人民幣千元	人民幣千元
	(Unaudited)	(Unaudited)
	(未經審核)	(未經審核)
Short-term employee benefits 短期僱員福利	840	840



**Sanai Health Industry Group Company Limited**  
**三愛健康產業集團有限公司**