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## QPL INTERNATIONAL HOLDINGS LIMITED

(於百慕達註冊成立之有限公司)

(股份代號：243)

### 截至二零二二年十月三十一日止六個月 中期業績公佈

QPL International Holdings Limited (「本公司」) 董事會 (「董事會」或「董事」) 公佈本公司及其附屬公司 (統稱「本集團」) 截至二零二二年十月三十一日止六個月之未經審核綜合中期業績連同比較數字。本公佈列載本公司2022-2023中期報告全文，並符合香港聯合交易所有限公司 (「聯交所」) 證券上市規則中有關中期業績初步公佈附載之資料要求。本公佈在聯交所網站 ([www.hkexnews.hk](http://www.hkexnews.hk)) 及本公司網站 ([www.qpl.com](http://www.qpl.com)) 刊登。本公司的2022-2023中期報告的印刷本將於適當時候寄發予本公司股東並在上述網站刊登。

承董事會命

**QPL International Holdings Limited**

執行主席兼行政總裁

**李同樂**

香港，二零二二年十二月二十九日

於本公佈日期，董事會包括四位執行董事李同樂先生 (執行主席兼行政總裁)、彭海平先生、黎守謙先生及董小靜女士，以及三位獨立非執行董事鍾凱恩女士、劉洪瑞先生及朱峻頌先生。

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# CHAIRMAN'S STATEMENT

## 主席報告

The Board of Directors (the “Board” or “Directors”) of QPL International Holdings Limited (the “Company”) announced the unaudited consolidated interim results of the Company and its subsidiaries (collectively the “Group”) for the six months ended 31 October 2022 (the “Period”). The interim financial results and report have not been audited, but have been reviewed by the audit committee of the Company.

### FINANCIAL RESULTS

The Group reported a turnover of HK\$166.55 million for the Period, representing a decrease of 29.43% as compared with HK\$236.01 million for the same period last year. The Group's consolidated profit for the Period amounted to HK\$33.43 million, as compared with a profit of HK\$24.84 million for the corresponding period in 2021. Earnings per share for the Period was HK14.52 cents (2021: HK12.13 cents).

### DIVIDEND

The Directors do not recommend the payment of an interim dividend for the Period (2021: HK\$nil).

### BUSINESS REVIEW

The Group faced many challenges in the tough business environment for the Period and recorded a decrease in turnover of 29.43% to HK\$166.55 million (2021: HK\$236.01 million) during the Period.

During the Period, staff costs decreased to HK\$42.87 million (2021: HK\$59.42 million), representing 25.74% (2021: 25.18%) of the Group's turnover. The Group will continue to implement policies to mitigate the impact of increasing labour costs.

Other expenses, decreased by 17.49% to HK\$36.48 million (2021: HK\$44.21 million) representing 21.90% (2021: 18.73%) of the Group's turnover during the Period, generally included factory operating costs, selling and administrative expenses such as repair and maintenance expenses of HK\$11.48 million (2021: HK\$16.06 million), fuel expenses of HK\$13.70 million (2021: HK\$14.13 million), transportation expenses of HK\$0.71 million (2021: HK\$1.03 million), consumables, tools and utensils of HK\$0.92 million (2021: HK\$1.89 million), sale commission and agency fee of HK\$0.77 million (2021: HK\$0.37 million), advertising and promotion expenses of HK\$2.03 million (2021: HK\$2.18 million), business entertainment expenses of HK\$3.30 million (2021: HK\$3.67 million), and legal and professional fee of HK\$2.37 million (2021: HK\$4.51 million). The Group will continue to tighten its expenditure in its efforts to minimize the impact of increasing factory operating costs, selling and administrative expenses.

QPL International Holdings Limited (「本公司」) 董事會 (「董事會」或「董事」) 公佈本公司及其附屬公司 (統稱「本集團」) 截至二零二二年十月三十一日止六個月 (「本期間」) 之未經審核綜合中期業績。中期財務業績及報告未經審核，惟已由本公司審核委員會審閱。

### 財務業績

於本期間，本集團錄得營業額166,550,000港元，較去年同期之236,010,000港元減少29.43%。本集團於本期間之綜合溢利為33,430,000港元，而二零二一年同期錄得溢利24,840,000港元。本期間之每股盈利為14.52港仙 (二零二一年：每股12.13港仙)。

### 股息

董事不建議派付本期間之中期股息 (二零二一年：零港元)。

### 業務回顧

本集團於本期間面對嚴峻營商環境的眾多挑戰，於本期間錄得營業額減少29.43%至166,550,000港元 (二零二一年：236,010,000港元)。

於本期間，員工成本下降至42,870,000港元 (二零二一年：59,420,000港元)，佔本集團營業額之25.74% (二零二一年：25.18%)。本集團將繼續實施政策以消弭勞工成本上漲之影響。

其他開支減少17.49%至36,480,000港元 (二零二一年：44,210,000港元)，佔本集團本期間營業額之21.90% (二零二一年：18.73%)，大體包括維修及保養開支11,480,000港元 (二零二一年：16,060,000港元)、燃料開支13,700,000港元 (二零二一年：14,130,000港元)、運輸開支710,000港元 (二零二一年：1,030,000港元)、消耗品、工具及用具920,000港元 (二零二一年：1,890,000港元)、銷售佣金及代理費770,000港元 (二零二一年：370,000港元)、廣告及推廣開支2,030,000港元 (二零二一年：2,180,000港元)、業務招待開支3,300,000港元 (二零二一年：3,670,000港元) 以及法律及專業費用2,370,000港元 (二零二一年：4,510,000港元) 等工廠經營成本、銷售及行政開支。本集團將繼續擰節開支，務求將工廠經營成本、銷售及行政開支持續上升之影響減至最低。

## CHAIRMAN'S STATEMENT

### 主席報告

The financial results of the Group were affected by net fair value gain on financial asset at fair value through profit or loss (“FVTPL”) of approximately HK\$30.54 million (2021: HK\$27.87 million) during the Period. The net fair value gain on financial asset at FVTPL mainly comprised of the fair value gain on investment in listed equity securities of SEEC Media Group Limited (“SMG”) (approximately HK\$5.34 million), WLS Holdings Limited (“WLS”) (approximately HK\$26.71 million) and Hao Wen Holdings Limited (“HWH”) (approximately HK\$4.81 million). Details of the financial asset at FVTPL are disclosed in the “Significant Investments” section of this report.

### LIQUIDITY AND FINANCIAL RESOURCES

The Group's cash and bank balances amounted to HK\$72.65 million as at 31 October 2022 (30 April 2022: HK\$85.78 million). To finance its working capital, the Group has incurred total outstanding debts of HK\$87.96 million as at 31 October 2022 (30 April 2022: HK\$113.58 million), which comprised HK\$37.61 million (30 April 2022: HK\$38.37 million) of collateralised bank borrowings, HK\$13.61 million (30 April 2022: HK\$20.19 million) of lease liabilities and HK\$36.74 million (30 April 2022: HK\$55.02 million) of amount due to a director. In terms of interest costs, included in the outstanding debts, HK\$51.22 million (30 April 2022: HK\$58.56 million) was interest bearing and HK\$36.74 million (30 April 2022: HK\$55.02 million) was interest free.

The gearing ratio was 19.56% as at 31 October 2022 (30 April 2022: 27.6%).

### FOREIGN EXCHANGE RISK MANAGEMENT

The Group mainly operates in the PRC and Hong Kong and is exposed to foreign exchange risk arising from various currency exposures, primarily with respect to RMB and United States dollars. The fluctuations in currency exchange rates for the Period did not adversely affect the Group's operations or liquidity. During the Period, the Group has not entered into any hedging arrangements. However the management will continue to monitor closely its foreign currency exposure and requirements and to arrange for hedging facilities when necessary.

於本期間，按公允值計入損益（「按公允值計入損益」）之金融資產公允值收益淨額約為30,540,000港元（二零二一年：27,870,000港元），本集團之財務業績因此受到影響。按公允值計入損益之金融資產公允值收益淨額主要包括分別投資於財訊傳媒集團有限公司（「財訊」）、滙隆控股有限公司（「滙隆」）及皓文控股有限公司（「皓文」）之上市股本證券之公允值收益約5,340,000港元、26,710,000港元及4,810,000港元。有關按公允值計入損益之金融資產詳情於本報告「重要投資」一節內披露。

### 流動資金及財務資源

於二零二二年十月三十一日，本集團之現金及銀行結餘為72,650,000港元（二零二二年四月三十日：85,780,000港元）。為撥付其營運資金，本集團於二零二二年十月三十一日錄得未償還債項總額87,960,000港元（二零二二年四月三十日：113,580,000港元），包括有抵押銀行借貸37,610,000港元（二零二二年四月三十日：38,370,000港元）、租賃負債13,610,000港元（二零二二年四月三十日：20,190,000港元）及應付一名董事款項36,740,000港元（二零二二年四月三十日：55,020,000港元）。利息成本（計入未償還債項）方面，此等款項中的51,220,000港元（二零二二年四月三十日：58,560,000港元）為計息，另外36,740,000港元（二零二二年四月三十日：55,020,000港元）為免息。

於二零二二年十月三十一日，資本負債比率為19.56%（二零二二年四月三十日：27.6%）。

### 外匯風險管理

本集團主要在中國及香港經營，並承擔因多類貨幣風險產生的外匯風險，主要與人民幣及美元有關。本期間內的匯率波動對本集團之營運或流動資金水平並無不利影響。於本期間內，本集團並無訂立任何對沖安排。然而，管理層將繼續密切監察其外幣風險及需要，並會在必要時作出對沖安排。

## CHAIRMAN'S STATEMENT

### 主席報告

#### EQUITY PRICE RISK EXPOSURE

The Group is exposed to equity price risk through its investments in listed securities. Although, the Group currently does not maintain any hedging policy to hedge against the equity price risk, the management team manages this exposure by monitoring the price movements and the changes in market conditions that may affect the value of the investments and will consider taking appropriate actions to minimize the risk.

#### PLEDGE OF ASSETS

As at 31 October 2022, leasehold properties with a carrying amount of approximately HK\$91.17 million were pledged to secure bank borrowings granted to the Group (30 April 2022: HK\$101.49 million). Motor vehicles with a carrying amount of approximately HK\$1.30 million (30 April 2022: HK\$1.45 million) were assets held under lease liabilities.

#### CAPITAL EXPENDITURE

During the Period, the Group invested HK\$nil million (30 April 2022: HK\$20.90 million) in acquiring property, plant and equipment. This capital expenditure was financed mainly from internal financial resources.

#### EMPLOYEES AND EMOLUMENT POLICY

As at 31 October 2022, the total number of employees of the Group was approximately 812 (30 April 2022: 1,049). The Group maintains its emolument policy to ensure that employee remuneration is commensurate with job nature, qualifications and experience. The Group continues to offer competitive remuneration packages, share options and other benefits to eligible staff, based on the performance of the Group and of individual employees.

#### 股本價格風險

本集團因其於上市證券之投資而面臨股本價格風險。儘管本集團目前並無設有任何對沖政策以對沖股本價格風險，但管理團隊透過監察可能影響有關投資價值的價格變動及市況變化，來管理該風險並會考慮採取適當措施以降低風險。

#### 資產抵押

於二零二二年十月三十一日，本集團將賬面值約91,170,000港元的租賃物業抵押予銀行以取得銀行借貸（二零二二年四月三十日：101,490,000港元）。賬面值約1,300,000港元（二零二二年四月三十日：1,450,000港元）之汽車為租賃負債項下持有之資產。

#### 資本開支

於本期間，本集團投資零港元（二零二二年四月三十日：20,900,000港元）添置物業、機器及設備。有關資本開支主要由內部財務資源撥付。

#### 僱員及酬金政策

於二零二二年十月三十一日，本集團之僱員總數約為812人（二零二二年四月三十日：1,049人）。本集團繼續奉行其酬金政策，確保僱員薪酬與工作性質、資歷及經驗相稱。本集團繼續按照本集團及個別僱員之表現向合資格員工提供具競爭力之薪酬待遇、購股權及其他福利。



## CHAIRMAN'S STATEMENT

### 主席報告

#### SIGNIFICANT INVESTMENTS

Save as disclosed below, there was no financial asset at FVTPL and other investments held by the Group valued more than 5% of the total assets of the Group as at 31 October 2022.

#### 重要投資

除下文所披露者外，本集團於二零二二年十月三十一日概無持有價值佔本集團總資產超過5%之按公允值計入損益之金融資產及其他投資。

Financial asset at FVTPL 按公允值計入損益之金融資產	As at 31 October 2022 於二零二二年十月三十一日		As at 30 April 2022 於二零二二年四月三十日		
	Fair value 公允值 HK\$'000 千港元	Approximately percentage to the total asset 佔總資產之 概約百分比	Fair value 公允值 HK\$'000 千港元	Approximately percentage to the total asset 佔總資產之 概約百分比	
<b>Listed equity securities</b>	<b>上市股本證券</b>				
China Investment and Finance Group Limited ("CIF")	中國投融資集團有限公司 （「中國投融資」）	11,842	1.9%	7,104	1.1%
China Jicheng Holdings Limited ("CJH")	中國集成控股有限公司 （「集成控股」）	7,426	1.2%	7	0.0%
HWH	皓文	7,306	1.2%	–	0.0%
Luxxu Group Limited ("LGL")	勵時集團有限公司 （「勵時」）	5,859	1.0%	6,445	1.0%
SMG	財訊	7,488	1.2%	5,108	0.8%
SunCorp Technologies Limited ("STL")	新確科技有限公司 （「新確」）	13,831	2.3%	18,276	2.9%
WLS	滙隆	55,988	9.1%	29,258	4.7%
<b>Other listed equity securities (note 1)</b>	<b>其他上市股本證券 （附註1）</b>	24,496	4.0%	25,199	4.0%
<b>Total</b>	<b>總計</b>	<b>134,236</b>	<b>21.9%</b>	<b>91,397</b>	<b>14.5%</b>

#### Note:

1. As at 31 October 2022, other listed equity securities comprised 17 listed equity securities and none of them was more than 1% of the total assets of the Group.

#### 附註：

1. 於二零二二年十月三十一日，其他上市股本證券包括17只上市股本證券，且彼等概無超過本集團總資產1%。

## CHAIRMAN'S STATEMENT

### 主席報告

CIF, CJH, HWH, LGL, SMG, STL and WLS are listed on the Stock Exchange of Hong Kong Limited (the "Stock Exchange"). The major activities of CIF are securities trading and investment holding. The major activities of CJH are manufacture and sale of umbrellas and the relevant products. The major activities of HWH are engaged in the money lending business, processing and trading of electronic parts business, the provision of treatment services business and the burial business. The major activities of LGL are principally engaged in the manufacture and sales of own-branded watches and jewellerys, including but not limited to diamond watches, tourbillon watches and luxury jewellery watches, OEM watches and third-party watches. The major activities of SMG are principally engaged in the provision of advertising services, distribution of books and magazines, securities brokerage business, money lending business and e-commerce business in the PRC and in Hong Kong. The major activities of STL are engaged in (i) the sales and marketing of residential telephones and related products; (ii) the processing and trading of used computer-related components business; (iii) the money lending business; (iv) the securities brokerage, placing and underwriting business and (v) the B2B cross-border e-commerce business. The major activities of WLS are provision of scaffolding and fitting out services and other services for construction and buildings work, provision of gondolas, parapet railings and access equipment installation and maintenance services, money lending business, securities brokerage and margin financing and securities investment business and assets management business.

The Directors considered that the future prospects of the financial asset at FVTPL held by the Group may be affected by external market conditions, and the Directors will continue to monitor and assess the Group's investment.

#### EVENT AFTER THE REPORTING PERIOD

On 24 October 2022, the Company entered into a placing agreement with a placing agent pursuant to which the Company has conditionally agreed to place through the placing agent, on a best endeavour basis, up to 45,124,422 placing shares, to various independent third parties at a price of HK\$0.20 per placing share (the "Placing"). Completion of the Placing took place on 10 November 2022, upon which the 45,124,422 placing shares were issued to not less than six places.

中國投融資、集成控股、皓文、勵時、財訊、新確及滙隆均於香港聯合交易所有限公司（「聯交所」）上市。中國投融資主要從事證券買賣及投資控股。集成控股之主要業務為製造及銷售雨傘及相關產品。皓文主要從事放債業務、電子零部件加工及貿易業務、提供美容護理服務業務及殯葬業務。勵時主要從事製造及銷售自主品牌手錶及珠寶（包括但不限於鑽石手錶、陀飛輪手錶及奢侈珠寶手錶）、OEM手錶以及第三方手錶。財訊之主要業務為於中國及香港提供廣告服務、銷售書籍及雜誌、證券經紀業務、放債業務及電子商務業務。新確主要從事(i)家居電話及相關產品之銷售及市場推廣；(ii)二手電腦相關組件之處理及貿易業務；(iii)放債業務；(iv)證券經紀、配售及包銷業務及(v)企業對企業跨境電子商務業務。滙隆的主要業務為提供建築及建造工程棚架搭建及精裝修服務及其他建造及樓宇工程服務、吊船工作台、防撞欄及登爬維修器材之安裝及維修服務、借貸業務、證券經紀及孖展融資、證券投資業務及資產管理業務。

董事認為，本集團所持有按公允值計入損益之金融資產之未來前景或會受到外界市況所影響，而董事將繼續監察及評估本集團之投資。

#### 報告期後事項

於二零二二年十月二十四日，本公司與配售代理訂立配售協議，據此，本公司有條件同意透過配售代理按盡力基準以每股配售股份0.20港元之價格，向若干獨立第三方配售最多45,124,422股配售股份（「配售事項」）。配售事項已於二零二二年十一月十日完成，據此，45,124,422股配售股份已發行予不少於六名承配人。

## CHAIRMAN'S STATEMENT 主席報告

### PROSPECTS

The Group will continuously strengthen its engineering and production departments in order to maintain its competitive edges of short lead times and high production planning flexibility. These competitive edges will enable the Group to serve its customers better and may eventually expand the Group's market share.

In order to improve the Group's operational performance, the Group will continue to implement plans to increase its production efficiency and capacity. The Group will keep deploying resources to upgrade and restructure existing plant and machinery to improve the Group's competitiveness and fulfill different production requirements.

In addition, the Group will continue to explore other business opportunities with a view to expanding its principal manufacturing business and generating improved returns to our shareholders.

By Order of the Board

**Li Tung Lok**  
*Executive Chairman and Chief Executive*

Hong Kong, 29 December 2022

### 前景

本集團將繼續加強其工程及生產部門以保持其能夠在短時間內交貨及擁有高生產規劃彈性的競爭優勢。本集團將可憑藉這些競爭優勢為客戶提供更佳服務，最終或可藉此擴大本集團之市場佔有率。

為提升本集團之營運表現，本集團將繼續推行提升生產效率及產能的計劃。本集團將繼續調撥資源升級和改造現有機器及機械，從而提升本集團的競爭力及滿足不同的生產要求。

此外，本集團將繼續發掘可擴展其主要製造業務並為股東帶來更佳回報的其他商機。

承董事會命

*執行主席兼行政總裁*  
**李同樂**

香港，二零二二年十二月二十九日





# INFORMATION PROVIDED IN ACCORDANCE WITH THE LISTING RULES

## 根據上市規則提供之資料

### DIRECTORS

The Directors during the Period and up to the date of this report were:

### EXECUTIVE DIRECTORS

Mr. Li Tung Lok (*Executive Chairman and Chief Executive*)

Mr. Phen Hoi Ping Patrick

Mr. Lai Sau Him

Ms. Tung Siu Ching

### INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Liu Rongrui

Mr. Chu Chun On Franco

Ms. Chung Hoi Yan

### MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Board has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the “Model Code”) as set out in Appendix 10 of the Listing Rules for dealings in the securities of the Company by the Directors. All Directors have confirmed, following specific enquiry by the Company, that they have fully complied with the required standard set out in the Model Code and its code of conduct regarding directors’ securities transactions throughout the Period.

### DIRECTORS’ AND CHIEF EXECUTIVE’S INTERESTS IN SHARES AND UNDERLYING SHARES

As at 31 October 2022, the interests and short positions of the Directors, chief executive and their associates in the shares, underlying shares or debentures of the Company and its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (“SFO”)) as recorded in the register required to be kept by the Company pursuant to Section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code were as follows:

### 董事

於本期間及截至本報告日期之董事如下：

### 執行董事

李同樂先生 (執行主席兼行政總裁)

彭海平先生

黎守謙先生

董小靜女士

### 獨立非執行董事

劉洪瑞先生

朱峻頌先生

鍾凱恩女士

### 董事進行證券交易之標準守則

董事會已採納上市規則附錄十所載之上市發行人董事進行證券交易的標準守則(「標準守則」)，作為董事買賣本公司證券之守則。經本公司作出具體查詢後，全體董事均已確認，彼等於本期間內一直全面遵守標準守則所載之規定準則及有關董事進行證券交易之行為守則。

### 董事及主要行政人員於股份及相關股份之權益

於二零二二年十月三十一日，根據本公司按照證券及期貨條例(「證券及期貨條例」)第352條存置之登記冊所記錄，或根據標準守則而已知會本公司及聯交所之董事、主要行政人員及彼等之聯繫人士於本公司及其相聯法團(定義見證券及期貨條例第XV部)之股份、相關股份或債權證中之權益及淡倉如下：

## INFORMATION PROVIDED IN ACCORDANCE WITH THE LISTING RULES 根據上市規則提供之資料

### DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS IN SHARES AND UNDERLYING SHARES (continued) LONG POSITION IN SHARES AND UNDERLYING SHARES OF THE COMPANY

### 董事及主要行政人員於股份及相關股 份之權益 (續)

#### 於本公司股份及相關股份之好倉

Name of Director	Personal interests	Family interests	Corporate interests	Total	Percentage of the issued share capital of the Company 佔本公司已發行股本之百分比
董事姓名	個人權益	家屬權益	公司權益	總計	
Mr. Li Tung Lok – Ordinary shares in issue 李同樂先生 – 已發行普通股	5,292,960	75,000 (Note a) (附註 a)	387,311 (Note b) (附註 b)	5,755,271	
– Unlisted share options – 非上市購股權	3,041,666	–	–	3,041,666	
	8,334,626	75,000	387,311	8,796,937	3.61%
Mr. Phen Hoi Ping Patrick – Unlisted share options 彭海平先生 – 非上市購股權	416,666	–	–	416,666	0.17%
Ms. Tung Siu Ching – Ordinary shares in issue 董小靜女士 – 已發行普通股	1,800,000	–	–	1,800,000	
– Unlisted share options – 非上市購股權	1,666,666	–	–	1,666,666	
	3,466,666	–	–	3,466,666	1.42%
Mr. Lai Sau Him – Ordinary shares in issue 黎守謙先生 – 已發行普通股	1,800,000	–	–	1,800,000	0.74%
Ms. Chung Hoi Yan – Ordinary shares in issue 鍾凱恩女士 – 已發行普通股	1,800,000	–	–	1,800,000	0.74%
Mr. Chu Chun On Franco – Ordinary shares in issue 朱峻頌先生 – 已發行普通股	1,800,000	–	–	1,800,000	0.74%

#### Notes:

- The family interests of 75,000 shares represent the interest of the wife of Mr. Li Tung Lok.
- Mr. Li Tung Lok wholly owns Solar Forward Company Limited, which owns 387,311 shares of the Company.

Save as disclosed above, as at 31 October 2022, none of the Directors nor chief executive of the Company had or was deemed to have any interests or short positions in the shares, underlying shares or debentures of the Company and its associated corporations.

#### 附註:

- 家屬權益之75,000股股份乃李同樂先生之妻子之權益。
- 李同樂先生全資擁有朗通有限公司，該公司擁有387,311股本公司股份。

除上文所披露者外，於二零二二年十月三十一日，概無本公司董事或主要行政人員於本公司及其相聯法團之股份、相關股份或債權證中擁有或被視為擁有任何權益或淡倉。

## INFORMATION PROVIDED IN ACCORDANCE WITH THE LISTING RULES 根據上市規則提供之資料

### SHARE OPTION SCHEME

The share option scheme of the Company (the “Scheme”) was adopted pursuant to an ordinary resolution passed on 15 September 2015 (the “Adoption Date”), which has a terms of 10 years commencing on the Adoption Date. The purpose of the Scheme is to enable the Group to grant share options to employees, the Directors and other selected participants as incentives or rewards for their contribution to the Group.

A share option granted by the Company is exercisable at any time during a period to be determined and notified by the Directors to each grantee, which period may commence from the date on which the offer for the grant of share options is made, but shall end in any event not later than 10 years from the date of grant of the option subject to the provisions for early termination thereof. The option acceptance date should not be later than 28 days after the date of offer. The exercise price (subject to adjustment as provided therein) of the option under the Scheme shall be determined by the Board, but shall not be less than the highest of (i) the closing price of the shares as stated in the Stock Exchange’s daily quotations sheet on the date of offer for the grant, which must be a business day; (ii) the average closing price of shares as stated in the Stock Exchange’s daily quotations sheet for the five business days immediately preceding the date of offer for the grant; and (iii) the nominal value of a share.

The maximum number of shares in respect of which share options may be granted under the Scheme shall not exceed such number of shares as required under the Listing Rules, being 10% of the shares in issue as Adoption Date, excluding the shares which would have been issuable pursuant to the share options which have lapsed pursuant to the Scheme.

As at 31 October 2022 and the date of this report, the total number of shares available for issuance upon exercise of all options to be granted under the Scheme was 22,562,211, representing 7.8% of the issued share capital of the Company as at the date of this report. However, the total maximum number of shares which may be issued upon exercise of all outstanding share options must not exceed 30% of the issued share capital of the Company from time to time. The number of shares in respect of which options may be granted to any one grantee in any 12-month period is not permitted to exceed 1% of the shares of the Company in issue in such 12-month period up to and including the proposed date of grant, without prior approval from the Company’s shareholders.

### 購股權計劃

根據於二零一五年九月十五日（「採納日期」）通過之普通決議案，本公司採納購股權計劃（「計劃」），該計劃自採納日期起計十年內有效。計劃旨在讓本集團可向僱員、董事及其他獲選定參與者授出購股權作為彼等對本集團作出貢獻之獎勵或回報。

本公司授出之購股權可於董事釐定並知會各獲授人之期間內隨時行使，該期間可自授出購股權要約當日開始，惟無論如何不可遲於授出購股權當日起計十年結束，並須受其提前終止條文規限。購股權接納日期不應遲於要約日期後28日。計劃項下購股權之行使價（或會根據該計劃之規定作出調整）應由董事會釐定，但不可低於以下的最高者：(i) 於授出要約日期（須為營業日）聯交所每日報價表所列股份收市價；(ii) 緊接授出要約日期前五個營業日聯交所每日報價表所列股份平均收市價；及(iii) 股份面值。

根據計劃可能授出之購股權所涉及股份最高數目不得超逾上市規則規定之股份數目，即採納日期之已發行股份之10%，而根據計劃已失效之購股權所涉及之原可發行股份乃不計算在內。

於二零二二年十月三十一日及本報告日期，計劃項下可予授出之所有購股權獲行使時可供發行之股份總數為22,562,211股，相當於本公司於本報告日期已發行股本之7.8%。然而，因所有未行使購股權獲行使而可能發行之股份最高總數，不得超逾本公司不時已發行股本之30%。未經本公司股東事先批准，於任何12個月期間內可能向任何個別承授人授出購股權涉及之股份數目，不得超逾本公司於截至建議授出日期（包括該日）止該12個月期間內已發行股份之1%。

## INFORMATION PROVIDED IN ACCORDANCE WITH THE LISTING RULES 根據上市規則提供之資料

### SHARE OPTION SCHEME (continued)

The movements in the Company's share options granted to the Directors and employees during the Period were as follows:

### 購股權計劃 (續)

董事及僱員所獲授本公司購股權於本期間內之變動如下：

	Date of grant 授出日期	Outstanding at 1 May 2022 於二零二二年 五月一日 尚未行使	Movement during the Period 本期間內之變動			Lapsed 已失效	Outstanding at 31 October 2022 於二零二二年 十月三十一日 尚未行使	Exercise price 行使價 HK\$ 港元	Exercise period 行使期	Vesting period 歸屬期
			Granted 已授出	Exercised 已行使	Cancelled 已取消					
Category 1: Directors 第一類：董事										
Mr. Li Tung Lok 李同樂先生	22 April 2016 二零一六年 四月二十二日	1,375,000	-	-	-	-	1,375,000	7.44	22 April 2016 to 21 April 2026 二零一六年四月二十二日至 二零二六年四月二十一日	No 無
	14 September 2018 二零一八年 九月十四日	1,666,666	-	-	-	-	1,666,666	0.96	14 September 2018 to 13 September 2028 二零一八年九月十四日至 二零二八年九月十三日	No 無
Mr. Phen Hoi Ping Patrick 彭海平先生	22 April 2016 二零一六年 四月二十二日	416,666	-	-	-	-	416,666	7.44	22 April 2016 to 21 April 2026 二零一六年四月二十二日至 二零二六年四月二十一日	No 無
Ms Tung Siu Ching 董小靜女士	14 September 2018 二零一八年 九月十四日	1,666,666	-	-	-	-	1,666,666	0.96	14 September 2018 to 13 September 2028 二零一八年九月十四日至 二零二八年九月十三日	No 無
	22 September 2020 二零二零年 九月二十二日	1,800,000	-	(1,800,000)	-	-	-	0.219	22 September 2020 to 21 September 2022 二零二零年九月二十二日至 二零二二年九月二十一日	No 無
Mr Lai Sau Him 黎守謙先生	22 September 2020 二零二零年 九月二十二日	1,800,000	-	(1,800,000)	-	-	-	0.219	22 September 2020 to 21 September 2022 二零二零年九月二十二日至 二零二二年九月二十一日	No 無
Ms Chung Hoi Yan 鍾凱恩女士	22 September 2020 二零二零年 九月二十二日	1,800,000	-	(1,800,000)	-	-	-	0.219	22 September 2020 to 21 September 2022 二零二零年九月二十二日至 二零二二年九月二十一日	No 無
Mr Chu Chun On Franco 朱峻頌先生	22 September 2020 二零二零年 九月二十二日	1,800,000	-	(1,800,000)	-	-	-	0.219	22 September 2020 to 21 September 2022 二零二零年九月二十二日至 二零二二年九月二十一日	No 無
Total Directors 董事總計		12,324,998	-	(7,200,000)	-	-	5,124,998			

## INFORMATION PROVIDED IN ACCORDANCE WITH THE LISTING RULES 根據上市規則提供之資料

### SHARE OPTION SCHEME (continued)

### 購股權計劃 (續)

Date of grant 授出日期	Outstanding at 1 May 2022 於二零二二年 五月一日 尚未行使	Movement during the Period 本期間內之變動			Outstanding at 31 October 2022 於二零二二年 十月三十一日 尚未行使	Exercise price 行使價 HK\$ 港元	Exercise period 行使期	Vesting period 歸屬期
		Granted 已授出	Exercised 已行使	Cancelled 已取消				
Category 2: Employees 第二類：僱員								
22 April 2016 二零一六年 四月二十二日	100,834	-	-	-	-	100,834	7.44 22 April 2016 to 21 April 2026 二零一六年四月二十二日至 二零二六年四月二十一日	No 無
22 September 2020 二零二零年 九月二十二日	10,800,000	-	(10,800,000)	-	-	-	0.219 22 September 2020 to 21 September 2022 二零二零年九月二十二日至 二零二二年九月二十一日	No 無
8 April 2021 二零二一年 四月八日	18,720,000	-	-	-	-	18,720,000	0.265 8 April 2021 to 7 April 2023 二零二一年四月八日至 二零二三年四月七日	No 無
Total Employees 僱員總計	29,620,834	-	(10,800,000)	-	-	18,820,834		
Total all categories 所有類別總計	41,945,832	-	(18,000,000)	-	-	23,945,832		

### ARRANGEMENTS TO PURCHASE SHARES OR DEBENTURES

Other than the share option scheme of the Company, at no time during the Period was the Company or any of its subsidiaries a party to any arrangements to enable the Directors or chief executive of the Company, their spouses or children under the age of 18 to acquire benefits by means of the acquisition of shares or underlying shares in, or debentures of, the Company or any other body corporate, and none of them had any right to subscribe for the securities of the Company or its associated corporations, or had exercised any such right during the Period.

### 購買股份或債權證之安排

除本公司之購股權計劃外，本公司或其任何附屬公司於本期間內任何時間均無參與任何安排，使本公司董事或主要行政人員、彼等之配偶或18歲以下之子女可藉購入本公司或任何其他法人團體之股份或相關股份或債權證而獲益，而彼等於本期間內並無擁有亦無行使任何可認購本公司或其相聯法團證券之權利。



## INFORMATION PROVIDED IN ACCORDANCE WITH THE LISTING RULES 根據上市規則提供之資料

### SUBSTANTIAL SHAREHOLDERS' INTERESTS IN SHARES AND UNDERLYING SHARE

As at 31 October 2022, save as disclosed below, the Board were not aware of any persons who were substantial shareholders of the Company and had or was deemed to have any interests or short positions in the shares and underlying shares of the Company as recorded in the register required to be kept under Section 336 of the SFO.

### 主要股東於股份及相關股份之權益

於二零二二年十月三十一日，除下文所披露者外，董事會並不知悉任何屬本公司主要股東的人士於本公司股份及相關股份中擁有或被視為擁有已載入根據證券及期貨條例第336條須存置之登記冊內之權益或淡倉。

Interest in shares 於股份之權益	Personal interests 個人權益	Percentage of the issued share capital of the Company 佔本公司已發行 股本之百分比
<b>Name of shareholder</b> 股東姓名		
Ms. Hui Sau King Florence 許秀琼女士	37,600,000	15.43%

### PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES

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

### 購買、出售或贖回上市證券

於本期間，本公司或其任何附屬公司概無購買、出售或贖回本公司任何上市證券。

### AUDIT COMMITTEE

The audit committee of the Company (the "Audit Committee") comprises three independent non-executive Directors, has reviewed the accounting principles and practices adopted by the Company and has discussed auditing, internal control and financial reporting matters. The Audit Committee has reviewed the Group's unaudited condensed consolidated financial statements for the six months ended 31 October 2022.

### 審核委員會

由三名獨立非執行董事組成之本公司審核委員會（「審核委員會」）已審閱本公司採納之會計原則及常規，並討論有關審核、內部監控及財務申報事宜。審核委員會已審閱本集團截至二零二二年十月三十一日止六個月之未經審核簡明綜合財務報表。

### CORPORATE GOVERNANCE PRACTICES

The Company is committed to building and maintaining best practice standards of corporate governance. The corporate governance principles of the Company emphasize a quality Board, effective internal controls, stringent disclosure practices and transparency, independence and accountability to all shareholders of the Company.

### 企業管治常規

本公司致力建立及恪守最佳企業管治常規標準。本公司之企業管治原則強調董事會之質素、有效之內部監控、嚴格之披露常規，以及對本公司全體股東開誠布公、獨立及問責。

The Company has adopted its own Code on Corporate Governance Practices (the "QPL Code") incorporating the principles and code provisions set out in the Corporate Governance Code (the "CG Code") contained in Appendix 14 to the Listing Rules.

本公司已採納其本身之企業管治常規守則（「QPL守則」），其涵蓋上市規則附錄十四所載之企業管治守則（「企業管治守則」）所載原則及守則條文。

## INFORMATION PROVIDED IN ACCORDANCE WITH THE LISTING RULES 根據上市規則提供之資料

### CORPORATE GOVERNANCE PRACTICES (continued)

For the Period, the Company has applied the principles and complied with all the code provisions set out in the CG Code except for the deviations explained in the relevant paragraphs below. Nevertheless, such deviations are considered by the Board to be immaterial given the size, nature and circumstances of the Company.

Code Provision C.2.1 of the CG Code stipulates that the roles of chairman and chief executive should be separate and should not be performed by the same individual. Mr. Li Tung Lok has been the Chairman of the Board since the establishment of the Company in January 1989. Mr. Li has also served as the Chief Executive since January 1989 (except for the period from February 2004 to December 2008). Being the founder of the Group, Mr. Li's industry expertise and detailed understanding of the Company's operations is highly regarded by the Company. Accordingly, vesting the roles of Chairman of the Board and Chief Executive in Mr. Li adds significant value to the Company's business growth while enhancing the efficiency of the decision-making process in response to the changing environment. Given all major decisions are reserved to the Board, the Company considers that there is an adequate balance of power and authority in place between the Board and the management of the Company.

### 企業管治常規 (續)

於本期間，除於下文相關段落闡述之偏離情況外，本公司一直應用企業管治守則所載原則，並遵守其所有守則條文。然而，董事會認為就本公司之規模、性質及情況而言，有關偏離並不重大。

企業管治守則之守則條文第C.2.1條規定，主席及行政總裁之角色應予區分，且不應由同一人兼任。自一九八九年一月本公司成立以來，李同樂先生一直擔任董事會主席。自一九八九年一月起，李先生亦出任行政總裁一職（二零零四年二月至二零零八年十二月期間除外）。李先生為本集團創辦人，彼掌握之行業專門知識及對本公司營運之透徹瞭解為本公司所看重。因此，李先生肩負董事會主席兼行政總裁之角色，可為本公司之業務增長帶來重大價值，同時提高因應環境轉變作出決策程序之效率。由於所有重大決策均須由董事會決定，因此本公司認為董事會與本公司管理層之間已維持足夠權力及職權平衡。

# 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 31 October 2022 截至二零二二年十月三十一日止六個月

		Six months ended 31 October 截至十月三十一日止六個月		
		2022 二零二二年 HK\$'000 千港元 (Unaudited) (未經審核)	2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)	
		NOTES 附註		
Revenue	收益	3	166,551	236,010
Raw materials and consumables used	使用原材料及消耗品		(81,011)	(131,461)
Changes in inventories of finished goods and work in progress	製成品及半製成品之 存貨變動		(4,673)	1,700
Other income	其他收入	4	18,424	4,473
Exchange loss, net	匯兌虧損淨額		3,003	1,199
Net fair value gain on financial asset at FVTPL	按公允值計入損益之金融 資產公允值收益淨額		30,536	27,868
Realised gain on disposal of financial asset at FVTPL	出售按公允值計入損益之 金融資產之已變現收益		67	554
Other gains and losses	其他收益及虧損	4	(5,127)	94
Staff costs	員工成本		(42,874)	(59,424)
Depreciation of property, plant and equipment	物業、機器及設備之 折舊		(7,567)	(4,739)
Depreciation of right-of-use asset	使用權資產之折舊		(5,979)	(6,320)
Other expenses	其他開支		(36,479)	(44,210)
Finance cost	融資成本		(755)	(884)
Profit before taxation	除稅前溢利		34,116	24,860
Taxation	稅項	5	(687)	(23)
Profit for the period	期內溢利	6	33,429	24,837
<b>Other comprehensive income (expense):</b>	<b>其他全面收益／(開支)：</b>			
Items that may be subsequently reclassified to profit or loss:	可於其後重新分類至 損益之項目：			
Exchange differences arising on translation of foreign operations	換算海外業務產生之 匯兌差額		2,890	(65)
Total comprehensive income/(expense) for the period	期內全面收益／(開支) 總額		36,319	24,772
<b>Earning per share</b>	<b>每股盈利</b>			
Basic and diluted	基本及攤薄	8	HK14.52 cents 港仙	HK12.13 cents 港仙

# CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

## 簡明綜合財務狀況表

At 31 October 2022 於二零二二年十月三十一日

		NOTES 附註	At 31 October 2022 於二零二二年 十月三十一日 HK\$'000 千港元 (Unaudited) (未經審核)	At 30 April 2022 於二零二二年 四月三十日 HK\$'000 千港元 (Audited) (經審核)
<b>Non-current assets</b>	<b>非流動資產</b>			
Property, plant and equipment	物業、機器及設備		126,934	130,557
Right-of-use asset	使用權資產		12,253	18,243
			<b>139,187</b>	<b>148,800</b>
<b>Current assets</b>	<b>流動資產</b>			
Inventories	存貨		97,739	97,514
Trade and other receivables	貿易及其他應收款項	9	67,221	120,615
Deposits and prepayments	按金及預付款項		6,304	4,906
Financial asset at FVTPL	按公允值計入損益之 金融資產		134,236	91,397
Loan receivables	應收貸款	10	75,214	59,677
Bond receivables	應收債券		21,589	20,934
Bank balances and cash	銀行結餘及現金		72,647	85,776
			<b>474,950</b>	<b>480,819</b>
<b>Current liabilities</b>	<b>流動負債</b>			
Trade and other payables	貿易及其他應付款項	11	17,740	43,382
Deposits and accrued expenses	按金及應計費用		55,319	59,406
Contract liabilities	合約負債		2,392	1,626
Taxation payable	應繳稅項		1,096	1,126
Other borrowings	其他借貸	12	36,744	55,021
Bank borrowings	銀行借貸	13	37,609	38,373
Lease liabilities	租賃負債		11,364	13,436
			<b>162,264</b>	<b>212,370</b>
<b>Net current assets</b>	<b>流動資產淨值</b>		<b>312,686</b>	<b>268,449</b>
<b>Total assets less current liabilities</b>	<b>總資產減流動負債</b>		<b>451,873</b>	<b>412,249</b>
<b>Non-current liabilities</b>	<b>非流動負債</b>			
Lease liabilities	租賃負債		2,243	6,749
			<b>2,243</b>	<b>6,749</b>
<b>Net assets</b>	<b>資產淨值</b>		<b>449,630</b>	<b>410,500</b>
<b>Capital and reserves</b>	<b>資本及儲備</b>			
Share capital	股本	14	2,436	2,256
Share premium and reserves	股份溢價及儲備		447,194	408,244
<b>Equity attributable to owners of the Company</b>	<b>本公司擁有人應佔權益</b>		<b>449,630</b>	<b>410,500</b>

# CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

## 簡明綜合權益變動表

For the Six Months ended 31 October 2022 截至二零二二年十月三十一日止六個月

		Share capital	Share premium	Contributed surplus	Capital redemption reserve	Share options reserve	Translation reserve	Accumulated losses	Total
		股本	股份溢價	實繳盈餘	資本贖回儲備	購股權儲備	換算儲備	累計虧損	總計
		HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000
		千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元
At 1 May 2022 (audited)	於二零二二年五月一日 (經審核)	2,256	706,792	274,347	12,310	12,383	5,661	(603,249)	410,500
Profit for the period	期內虧損	-	-	-	-	-	-	33,429	33,429
Other comprehensive income for the period	期內其他全面收益	-	-	-	-	-	2,890	-	2,890
Total comprehensive income for the period	期內全面收益總額	-	-	-	-	-	2,890	33,429	36,319
Issue of share upon exercise of share options	因行使購股權發行股份	180	3,762	-	-	(1,131)	-	-	2,811
At 31 October 2022 (unaudited)	於二零二二年十月三十一日 (未經審核)	2,436	710,554	274,347	12,310	11,252	8,551	(569,820)	449,630
At 1 May 2021 (audited)	於二零二一年五月一日 (經審核)	1,880	696,688	274,347	12,310	19,183	7,666	(620,151)	391,923
Profit for the period	期內溢利	-	-	-	-	-	-	24,837	24,837
Other comprehensive expense for the period	期內其他全面開支	-	-	-	-	-	(65)	-	(65)
Total comprehensive income/(expense) for the period	期內全面收益/(開支)總額	-	-	-	-	-	(65)	24,837	24,772
Lapse of share options	購股權失效	-	-	-	-	(6,800)	-	6,800	-
Issue of shares upon conversion of convertible bonds	於可換股債券轉換後發行股份	376	10,104	-	-	-	-	-	10,480
At 31 October 2021 (unaudited)	於二零二一年十月三十一日 (未經審核)	2,256	706,792	274,347	12,310	12,383	7,601	(588,514)	427,175



# CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

## 簡明綜合現金流量表

For the Six Months ended 31 October 2022 截至二零二二年十月三十一日止六個月

		Six months ended 31 October 截至十月三十一日止六個月	
		2022 二零二二年 HK\$'000 千港元 (Unaudited) (未經審核)	2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)
NET CASH GENERATED FROM/ (USED IN) OPERATING ACTIVITIES	經營活動所得／(所用)現金淨額	19,210	(4,518)
NET CASH USED IN INVESTING ACTIVITIES	投資活動所用現金淨額	(8,907)	(86,121)
NET CASH GENERATED (USED IN)/ FROM FINANCING ACTIVITIES	融資活動(所用)／所得現金淨額	(23,432)	10,520
NET DECREASE IN CASH AND CASH EQUIVALENTS	現金及等同現金項目減少淨額	(13,129)	(80,119)
CASH AND CASH EQUIVALENTS AT 1 MAY	於五月一日之現金及等同現金項目	85,776	187,724
CASH AND CASH EQUIVALENTS AT 31 OCTOBER	於十月三十一日之現金及等同現金項目		
Representing bank balances and cash	指銀行結餘及現金	72,647	107,605

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

## 簡明綜合財務報表附註

For the Six Months ended 31 October 2022 截至二零二二年十月三十一日止六個月

### 1. GENERAL INFORMATION

The Company is incorporated in Bermuda as an exempted company with limited liability and its shares are listed on the Stock Exchange.

The Company is an investment holding company. The principal activities of the Company and its subsidiaries (collectively referred to as the “Group”) are the manufacture and sale of integrated circuit leadframes, heatsinks, stiffeners and related products, securities trading, investment holding and money lending.

### 2. BASIS OF PREPARATION AND ACCOUNTING POLICIES

The condensed consolidated financial statements have been prepared on the historical cost basis except for certain financial instruments, which are measured at fair values. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Except as described below, the accounting policies and methods of computation used in the condensed consolidated financial statements for the six months ended 31 October 2022 are the same as those followed in the preparation of the Group’s annual financial statements for the year ended 30 April 2022.

#### APPLICATION OF AMENDMENTS TO HONG KONG FINANCIAL REPORTING STANDARDS (“HKFRSS”)

In the current interim period, the Group has applied the following amendments to HKFRSSs issued by the HKICPA, for the first time, which are mandatorily effective for the Group’s annual period beginning on or after 1 January 2022 for the preparation of the Group’s condensed consolidated financial statements:

Amendments to IFRS 3	Reference to the Conceptual Framework
Amendments to IFRS 16	COVID-19-Related Rent Concessions beyond 30 June 2021
Amendments to IAS 16	Property, Plant and Equipment – Proceeds before Intended Use
Amendments to IAS 37	Onerous Contracts – Cost of Fulfilling a Contract
Amendments to IFRSs	Annual Improvements to IFRSs 2018-2020

### 1. 一般資料

本公司於百慕達註冊成立為獲豁免有限責任公司，其股份於聯交所上市。

本公司為投資控股公司。本公司及其附屬公司（統稱為「本集團」）之主要業務為製造及銷售集成電路引線框、散熱器、加強桿及相關產品、證券買賣、投資控股以及借貸。

### 2. 編製基準及會計政策

簡明綜合財務報表乃按歷史成本基準編製，惟若干金融工具按公允值計量除外。歷史成本一般以換取貨品及服務所作出之代價之公允值為基準。

除下文所述者外，截至二零二二年十月三十一日止六個月之簡明綜合財務報表所採用之會計政策及計算方法與編製本集團截至二零二二年四月三十日止年度之全年財務報表所採用者相同。

#### 應用香港財務報告準則（「香港財務報告準則」）之修訂

於本中期期間，本集團已就編製本集團簡明綜合財務報表首次應用以下由香港會計師公會頒佈並於二零二二年一月一日或之後開始之本集團年度期間強制生效之香港財務報告準則之修訂：

國際財務報告準則第3號之修訂	概念框架引用
國際財務報告準則第16號之修訂	二零二一年六月三十日後之新型冠狀病毒疫情相關租金寬免
國際會計準則第16號之修訂	物業、廠房及設備—擬定用途前之所得款項
國際會計準則第37號之修訂	虧損性合約—履行合約的成本
國際財務報告準則之修訂	國際財務報告準則二零一八年至二零二零年之年度改進

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

### 簡明綜合財務報表附註

For the Six Months ended 31 October 2022 截至二零二二年十月三十一日止六個月

#### 2. BASIS OF PREPARATION AND ACCOUNTING POLICES (continued) APPLICATION OF AMENDMENTS TO HONG KONG FINANCIAL REPORTING STANDARDS (“HKFRS”) (continued)

Except as described below, the application of the amendments to HKFRSs in the current interim period has had no material impact on the Group’s financial position and performance for the current and prior periods and/or on the disclosures set out in these condensed consolidated financial statements.

#### 3. REVENUE AND SEGMENTAL INFORMATION REVENUE

Revenue represents the amounts received and receivable for good sold by the Group to outside customers less sales returns and discounts.

#### SEGMENTAL INFORMATION

Information reported to the executive directors of the Company being the chief operating decision maker (“CODM”), for the purpose of resources allocation and assessment of segment performance focuses on the location of customers.

The customers of the Group are currently located in the United States of America (the “USA”), Hong Kong, Europe, the People’s Republic of China (the “PRC”), Philippines, Malaysia, Singapore, Thailand, and other countries (which represent aggregation of other non-reportable operating segments under HKFRS 8).

#### 2. 編製基準及會計政策 (續)

##### 應用香港財務報告準則(「香港財務報告準則」)之修訂(續)

除下文所述者外，於本中期期間應用之香港財務報告準則之修訂對本集團於本期間及過往期間的財務狀況及表現及／或此等簡明綜合財務報表內披露之資料並無重大影響。

#### 3. 收益及分部資料

##### 收益

收益指本集團向外界客戶銷售貨品之已收及應收款項扣除銷售退貨及折扣。

##### 分部資料

就資源分配及分部表現評核而向本公司執行董事(即主要經營決策者(「主要經營決策者」))報告之資料，乃以客戶所在地為基準。

本集團客戶目前位於美利堅合眾國(「美國」)、香港、歐洲、中華人民共和國(「中國」)、菲律賓、馬來西亞、新加坡、泰國及其他國家(即香港財務報告準則第8號項下其他並非可報告經營分部之總計)。

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 簡明綜合財務報表附註

For the Six Months ended 31 October 2022 截至二零二二年十月三十一日止六個月

### 3. REVENUE AND SEGMENTAL INFORMATION (continued) SEGMENTAL INFORMATION (continued)

#### Segment revenues and results

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

### 3. 收益及分部資料 (續)

#### 分部資料 (續)

#### 分部收益及業績

以下為於本期間內按可報告分部劃分之本集團營業額及業績分析：

		Revenue 收益		Segment results 分部業績	
		Six months ended 31 October 截至十月三十一日止六個月	2021 二零二一年	Six months ended 31 October 截至十月三十一日止六個月	2021 二零二一年
		2022 二零二二年	2021 二零二一年	2022 二零二二年	2021 二零二一年
		HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元
		(Unaudited) (未經審核)	(Unaudited) (未經審核)	(Unaudited) (未經審核)	(Unaudited) (未經審核)
The USA	美國	18,896	22,902	2,735	1,327
Hong Kong	香港	903	983	131	65
Europe	歐洲	22,579	26,625	3,268	1,763
The PRC	中國	43,171	77,913	6,249	4,127
Philippines	菲律賓	9,608	14,895	1,391	789
Malaysia	馬來西亞	59,928	72,539	8,674	2,882
Singapore	新加坡	2,625	4,037	380	374
Thailand	泰國	3,537	11,619	512	615
<b>Reportable segment total</b>	<b>可報告分部總計</b>	<b>161,247</b>	<b>231,513</b>	<b>23,340</b>	<b>11,942</b>
Other countries	其他國家	7,423	6,789	1,074	360
		<b>168,670</b>	<b>238,302</b>	<b>24,414</b>	<b>12,302</b>
Eliminations	對銷	(2,119)	(2,292)	-	-
<b>Revenue to external customers and segment results</b>	<b>外部客戶收益及分部業績</b>	<b>166,551</b>	<b>236,010</b>	<b>24,414</b>	<b>12,302</b>
Net fair value gain on financial asset at FVTPL	按公允值計入損益之金融資產公允值收益淨額			30,536	27,868
Realised gain on disposal of financial asset at FVTPL	出售按公允值計入損益之金融資產之已變現收益			67	554
Net gain on disposal of property, plant and equipment	出售物業、機器及設備之收益淨額			115	94
Depreciation of property, plant and equipment	物業、機器及設備之折舊			(7,567)	(4,739)
Depreciation of right-of-use assets	使用權資產之折舊			(5,979)	(6,320)
Unallocated interest income	未分配利息收入			2,609	1,473
Unallocated corporate expenses	未分配企業開支			(9,324)	(5,488)
Finance cost	融資成本			(755)	(884)
<b>Profit before taxation</b>	<b>除稅前溢利</b>			<b>34,116</b>	<b>24,860</b>

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

### 簡明綜合財務報表附註

For the Six Months ended 31 October 2022 截至二零二二年十月三十一日止六個月

### 3. REVENUE AND SEGMENTAL INFORMATION (continued)

#### SEGMENTAL INFORMATION (continued)

#### Segment revenues and results (continued)

Included in the PRC reportable segments are revenue from inter-segments of HK\$2,119,000 (2021: HK\$2,292,000).

Segment results represents the profit from each segment without allocation of corporate expenses which include director remuneration, depreciation expenses, net fair value gain on financial asset at FVTPL, realised gain on disposal of financial asset at FVTPL, interest income and interest expense on finance leases. This is the measure reported to the CODM for the purposes of resources allocation and performance assessment.

Intersegment sales are charged at prevailing market rates.

#### SEGMENT ASSETS

The follows is an analysis of the Group's assets by reportable segment:

### 3. 收益及分部資料 (續)

#### 分部資料 (續)

#### 分部收益及業績 (續)

中國可報告分部包含分部間收益2,119,000港元(二零二一年: 2,292,000港元)。

分部業績指來自各分部之溢利，而並無分配企業開支(包括董事薪酬、折舊開支、按公允值計入損益之金融資產之公允值收益淨額、出售按公允值計入損益之金融資產之已變現收益、利息收入以及融資租賃之利息開支)。此為就資源分配及表現評核向主要經營決策者呈報之計量基準。

分部間銷售按當時之市場價格計算。

#### 分部資產

以下為按可報告分部劃分之本集團資產分析：

		At 31 October 2022 於二零二二年 十月三十一日 HK\$'000 千港元 (Unaudited) (未經審核)	At 30 April 2022 於二零二二年 四月三十日 HK\$'000 千港元 (Audited) (經審核)
The USA	美國	6,735	8,269
Hong Kong	香港	322	386
Europe	歐洲	8,048	15,867
The PRC	中國	15,388	26,563
Philippines	菲律賓	3,425	3,746
Malaysia	馬來西亞	21,361	47,730
Singapore	新加坡	936	1,104
Thailand	泰國	1,261	9,079
<b>Reportable segment total</b>	<b>可報告分部總計</b>	<b>57,476</b>	<b>112,744</b>
Other countries	其他國家	2,644	4,639
		<b>60,120</b>	<b>117,383</b>
Unallocated	未分配		
Property, plant and equipment	物業、機器及設備	126,934	130,557
Right-of-use asset	使用權資產	12,253	18,243
Inventories	存貨	97,739	97,514
Financial asset at FVTPL	按公允值計入損益之金融資產	134,236	91,397
Other receivables	其他應收款項	7,101	3,232
Loan receivables	應收貸款	75,214	59,677
Bond receivables	應收債券	21,589	20,934
Bank balances and cash	銀行結餘及現金	72,647	85,776
Deposits and prepayments	按金及預付款項	6,304	4,906
<b>Consolidated total assets</b>	<b>綜合資產總值</b>	<b>614,137</b>	<b>629,619</b>



## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 簡明綜合財務報表附註

For the Six Months ended 31 October 2022 截至二零二二年十月三十一日止六個月

### 3. REVENUE AND SEGMENTAL INFORMATION (continued) SEGMENT ASSETS (continued)

For the purposes of monitoring segment performance and allocating resources between segments, all assets are allocated to operating segments other than property, plant and equipment, right-of-use asset, inventories, financial asset at FVTPL, other receivables, loan receivables, bond receivables, deposits and prepayments and bank balances and cash. No segment information on liabilities is presented as such information is not regularly reported to the CODM for the purpose of resource allocation and performance assessment.

#### Information about major customers

Revenue from customers of the corresponding years contributing over 10% of the total sales of the Group are as follows:

Customer A – Switzerland	客戶甲 – 瑞士
Customer B – Malaysia	客戶乙 – 馬來西亞
Customer C – Mainland China	客戶丙 – 中國內地
Customer D – The USA	客戶丁 – 美國

#### Information about major products

The Group is solely engaged in the manufacture and sale of leadframes, including integrated circuit leadframes, heatsinks, stiffeners and related products. Since the information on revenue from external customers for each product and service is not available, no information related to major products could be disclosed.

### 3. 收益及分部資料 (續)

#### 分部資產 (續)

就監察分部表現及於分部間分配資源而言，所有資產會分配至經營分部，惟不包括物業、機器及設備、使用權資產、存貨、按公允值計入損益之金融資產、其他應收款項、應收貸款、應收債券、按金及預付款項以及銀行結餘及現金。由於分部負債資料並非定期就資源分配及表現評核向主要經營決策者呈報，因此並無呈列有關資料。

#### 有關主要客戶之資料

於相應年度佔本集團銷售總額10%以上之客戶收益如下：

	2022 二零二二年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元
Customer A – Switzerland	19,788	23,237
Customer B – Malaysia	45,560	39,597
Customer C – Mainland China	17,422	33,496
Customer D – The USA	18,500	–

#### 有關主要產品之資料

本集團僅經營製造及銷售引線框，包括集成電路引線框、散熱器、加強桿及相關產品之業務。由於無法查閱各產品及服務所得的外界客戶收入的資料，故概無有關主要產品之資料可供披露。

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

### 簡明綜合財務報表附註

For the Six Months ended 31 October 2022 截至二零二二年十月三十一日止六個月

#### 4. OTHER INCOME AND OTHER GAINS AND LOSSES 4. 其他收入以及其他收益及虧損

		Six months ended 31 October 截至十月三十一日止六個月	
		2022 二零二二年 HK\$'000 千港元 (Unaudited) (未經審核)	2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)
<b>Other Income</b>	<b>其他收入</b>		
Sales of by-products and scrap	副產品及廢料銷售	14,023	1,333
Bank interest income	銀行利息收入	171	15
Interest income from bond receivables	應收債券之利息收入	658	531
Interest income from loan receivables	應收貸款之利息收入	2,609	1,458
Rental income	租金收入	714	763
Sundry income	雜項收入	249	373
		<b>18,424</b>	<b>4,473</b>
<b>Other gains and losses</b>	<b>其他收益及虧損</b>		
Allowance for expected credit losses on loan receivables	應收貸款的預期信貸虧損撥備	(5,242)	–
Net gain on disposal of property, plant and equipment	出售物業、機器及設備之收益淨額	115	94
		<b>(5,127)</b>	<b>94</b>

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 簡明綜合財務報表附註

For the Six Months ended 31 October 2022 截至二零二二年十月三十一日止六個月

### 5. TAXATION

### 5. 稅項

		Six months ended 31 October 截至十月三十一日止六個月	
		2022 二零二二年 HK\$'000 千港元 (Unaudited) (未經審核)	2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)
Current tax	即期稅項		
Oversea Tax	海外稅項	–	6
PRC Enterprise Income Tax	中國企業所得稅	687	17
Hong Kong Profits Tax	香港利得稅	–	–
<hr/>			
Income tax expenses	所得稅開支	687	23

Note:

#### Hong Kong Profits Tax

On 21 March 2018, the Hong Kong Legislative Council passed The Inland Revenue (Amendment) (No. 7) Bill 2017 (the “Bill”) which introduces the two-tiered profits tax rates regime. The Bill was signed into law on 28 March 2018 and was gazette on the following day. Under the two-tiered profits tax rates regime, the first HK\$2,000,000 of assessable profits of qualifying corporations will be taxed at 8.25%, and assessable profits above HK\$2,000,000 will be taxed at 16.5%. The assessable profits of corporations not qualifying for the two-tiered profits tax rates regime will continue to be taxed at a flat rate of 16.5%. The Group is subject to Hong Kong Profit Tax at a rate of 16.5% for the six months ended 31 October 2022.

#### The PRC

Under the PRC Enterprise Income Tax Law (the “EIT Law”) and Implementation Regulations of the EIT Law, the tax rate of a PRC subsidiary is 25% during the reporting period.

附註：

#### 香港利得稅

於二零一八年三月二十一日，香港立法會通過《二零一七年稅務（修訂）（第7號）條例草案》（「該草案」），引入利得稅兩級制。該草案於二零一八年三月二十八日簽署成為法律，並於翌日刊登憲報。根據利得稅兩級制，合資格企業的首2,000,000港元的應課稅溢利將按8.25%的稅率徵稅，而超過2,000,000港元的應課稅溢利將按16.5%的稅率徵稅。不符合利得稅兩級制的企業應課稅溢利將繼續按16.5%的統一稅率徵稅。截至二零二二年十月三十一日止六個月，本集團須按16.5%的稅率繳納香港利得稅。

#### 中國

根據《中華人民共和國企業所得稅法》（「企業所得稅法」）及企業所得稅法實施條例，於報告期間，中國附屬公司稅率為25%。

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

### 簡明綜合財務報表附註

For the Six Months ended 31 October 2022 截至二零二二年十月三十一日止六個月

#### 6. PROFIT FOR THE PERIOD

Profit for the Period has been arrived at after charging the following items:

		Six months ended 31 October 截至十月三十一日止六個月	
		2022 二零二二年 HK\$'000 千港元 (Unaudited) (未經審核)	2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)
Repair and maintenance expenses	維修及保養開支	11,474	16,097
Expenses relating to short term lease	短期租賃相關開支	11,474	766

#### 7. DIVIDEND

The directors of the Company do not recommend the payment of an interim dividend for the six months ended 31 October 2022 (2021: HK\$nil).

#### 7. 股息

本公司董事不建議派付截至二零二二年十月三十一日止六個月之中期股息(二零二一年:零港元)。

#### 8. EARNING PER SHARE

The calculation of the basic and diluted earning per share attributable to the owners of the Company is based on the following data:

#### 8. 每股盈利

本公司擁有人應佔每股基本及攤薄盈利乃按下列數據計算:

		Six months ended 31 October 截至十月三十一日止六個月	
		2022 二零二二年 HK\$'000 千港元 (Unaudited) (未經審核)	2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)
Profit for the period for the purposes of basic and diluted earning per share	用以計算每股基本及攤薄盈利之期內溢利	33,429	24,837
<b>Number of shares</b>	<b>股份數目</b>		
Weighted average number of ordinary shares for the purpose of calculating basic and dilutive earning per share	用以計算每股基本及攤薄盈利之普通股加權平均數	230,219,936	204,756,176

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

### 簡明綜合財務報表附註

For the Six Months ended 31 October 2022 截至二零二二年十月三十一日止六個月

#### 9. TRADE AND OTHER RECEIVABLES

The Group allows a credit period ranging from 30 to 90 days to its trade customers. The following is an aged analysis of trade receivables net of allowance for expected credit losses presented based on the invoice date at the end of the reporting period:

		At 31 October 2022 於二零二二年 十月三十一日 HK\$'000 千港元 (Unaudited) (未經審核)	At 30 April 2022 於二零二二年 四月三十日 HK\$'000 千港元 (Audited) (經審核)
Trade receivables	貿易應收款項		
Within 30 days	30日內	18,857	45,298
Between 31 and 60 days	31至60日	15,119	40,134
Between 61 and 90 days	61至90日	14,535	19,097
Over 90 days	90日以上	11,610	12,854
		<b>60,120</b>	117,383
Other receivables	其他應收款項	7,101	3,232
		<b>67,221</b>	120,615

#### 10. LOAN RECEIVABLES

		At 31 October 2022 於二零二二年 十月三十一日 HK\$'000 千港元 (Unaudited) (未經審核)	At 30 April 2022 於二零二二年 四月三十日 HK\$'000 千港元 (Audited) (經審核)
Fixed-rate loan receivables	定息應收貸款	95,241	74,462
Less: Allowance on ECL	減：預期信貸虧損撥備	(20,027)	(14,785)
		<b>75,214</b>	59,677

The loan receivables were repaid in accordance with the terms of the loan agreements and all loan receivables are recoverable within one year.

#### 9. 貿易及其他應收款項

本集團給予貿易客戶之信貸期介乎30至90日。於報告期間結束時，貿易應收款項扣除預期信貸虧損撥備按發票日期呈列之賬齡分析如下：

#### 10. 應收貸款

應收貸款已根據貸款協議之條款償還及所有應收貸款於一年內可予收回。



## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

### 簡明綜合財務報表附註

For the Six Months ended 31 October 2022 截至二零二二年十月三十一日止六個月

#### 11. TRADE AND OTHER PAYABLES

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

		At 31 October 2022 於二零二二年 十月三十一日 HK\$'000 千港元 (Unaudited) (未經審核)	At 30 April 2022 於二零二二年 四月三十日 HK\$'000 千港元 (Audited) (經審核)
Trade payables	貿易應付款項		
Within 30 days	30日內	4,153	12,441
Between 31 and 60 days	31至60日	3,883	11,629
Between 61 and 90 days	61至90日	1,071	3,209
Over 90 days	90日以上	3,200	9,585
		<b>12,307</b>	<b>36,862</b>
Other payables	其他應付款項	5,433	6,520
		<b>17,740</b>	<b>43,382</b>

#### 12. OTHER BORROWINGS

Borrowings from a director  
(Note)

向一名董事借貸 (附註)

Notes:

The borrowings are advanced from Mr. Li Tung Lok, a director of the Company, and are interest-free and unsecured.

#### 12. 其他借貸

At 31 October 2022 於二零二二年 十月三十一日 HK\$'000 千港元 (Unaudited) (未經審核)	At 30 April 2022 於二零二二年 四月三十日 HK\$'000 千港元 (Audited) (經審核)
36,744	55,021

附註：

借貸由本公司董事李同樂先生提供，為免息及無抵押。

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For the Six Months ended 31 October 2022 截至二零二二年十月三十一日止六個月

### 13. BANK BORROWINGS

The variable-rate bank borrowings are repayable as follows:

		At 31 October 2022 於二零二二年 十月三十一日 HK\$'000 千港元	At 30 April 2022 於二零二二年 四月三十日 HK\$'000 千港元
Secured bank borrowings	有抵押銀行借貸	37,609	38,373

As at 31 October 2022, the Group's bank borrowings were secured by the leasehold properties held by the Group. The Group's variable rate borrowings carry interests at 2.5% per annum below prime rate.

### 13. 銀行借貸

浮息銀行借貸之償還方式如下：

於二零二二年十月三十一日，本集團銀行借貸以本集團持有的租賃物業作擔保。本集團之浮息借貸按較最優惠利率低2.5%之年利率計息。

### 14. SHARE CAPITAL

### 14. 股本

		Number of shares 股份數目	Nominal value 面值 HK\$'000 千港元
Authorised :	法定：		
At 1 May 2022 and 31 October 2022	於二零二二年五月一日及 二零二二年十月三十一日		
– Ordinary shares of HK\$0.01 each	– 每股面值0.01港元之普通股	120,000,000,000	1,200,000
Redeemable preference shares of HK\$0.02 each	每股面值0.02港元之可贖回優先股		
At 1 May 2022 and 31 October 2022	於二零二二年五月一日及 二零二二年十月三十一日	500,000,000	10,000
Issued and fully paid :	已發行及繳足：		
At 1 May 2022	於二零二二年五月一日		
– Ordinary shares of HK\$0.01 each	– 每股面值0.01港元之普通股	225,622,110	2,256
Issue of shares upon exercise of share option (note i)	因行使購股權發行股份 (附註i)	18,000,000	180
At 31 October 2022	於二零二二年十月三十一日		
– Ordinary shares of HK\$0.01 each	– 每股面值0.01港元之普通股	243,622,110	2,436

Notes:

- (i) On 15 September 2022, 18,000,000 ordinary shares of HK\$0.01 each were issued in relation to share options exercised under the share option scheme of the Company at the exercise price of HK\$0.219.

附註：

- (i) 於二零二二年九月十五日，因本公司購股權計劃項下之購股權獲行使（行使價為0.219港元）而發行18,000,000股每股面值0.01港元之普通股。

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

### 簡明綜合財務報表附註

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#### 15. CAPITAL COMMITMENTS

The Group had outstanding capital commitments as follows:

Capital expenditure in respect of acquisition of property, plant and equipment contracted for but not provided in the condensed consolidated financial statements	有關購置物業、機器及設備之已訂約但未在簡明綜合財務報表作出撥備之資本開支
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#### 15. 資本承擔

本集團有未履行之資本承擔如下：

At 31 October 2022 於二零二二年 十月三十一日 HK\$'000 千港元 (Unaudited) (未經審核)	At 30 April 2022 於二零二二年 四月三十日 HK\$'000 千港元 (Audited) (經審核)
14,087	20,899

#### 16. PLEDGE OF ASSETS

At the end of each reporting period, the carrying amount of the asset pledged by the Group to a bank in order to secure a banking facility granted by a bank to the Group was as follows:

Leasehold properties	租賃物業
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#### 16. 資產抵押

於各報告期末，為就一間銀行向本集團授出的銀行融資進行擔保，本集團所抵押資產的賬面值如下所示：

At 31 October 2022 於二零二二年 十月三十一日 HK\$'000 千港元	At 30 April 2022 於二零二二年 四月三十日 HK\$'000 千港元
97,174	101,488

#### 17. FAIR VALUE MEASUREMENTS OF FINANCIAL INSTRUMENTS

This note provides information about how the Group determine fair value of the financial assets or liabilities.

##### (I) FAIR VALUE OF THE GROUP'S FINANCIAL ASSETS AND FINANCIAL LIABILITIES THAT ARE MEASURED AT FAIR VALUE ON A RECURRING BASIS

The Group's derivative financial assets and financial liabilities are measured at fair value at the end of each reporting period. The following table gives information about how the fair values, of these financial assets and financial liability are determined (in particular, the valuation technique(s) and inputs used), as well as the level of the fair value hierarchy into which the fair value measurement is categorised (levels 1 to 3) based on the degree to which the inputs to the fair value measurement is observable.

#### 17. 金融工具之公允值計量

本附註提供有關本集團如何釐定金融資產或負債之公允值的資料。

##### (I) 按經常基準以公允值計量之本集團金融資產及金融負債之公允值

本集團之衍生金融資產及金融負債於各報告期間結束時按公允值計量。下表提供以下資料：釐定該等金融資產及金融負債之公允值的方法（特別是所使用之估值技術及數據），以及按公允值計量之數據的可觀察程度而將公允值計量歸類入公允值等級制度之級別（一至三級）。

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### 17. FAIR VALUE MEASUREMENTS OF FINANCIAL INSTRUMENTS (continued)

#### (I) FAIR VALUE OF THE GROUP'S FINANCIAL ASSETS AND FINANCIAL LIABILITIES THAT ARE MEASURED AT FAIR VALUE ON A RECURRING BASIS (continued)

- Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active market for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 fair value measurements are those derived from inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and
- Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

### 17. 金融工具之公允值計量 (續)

#### (I) 按經常基準以公允值計量之本集團金融資產及金融負債之公允值 (續)

- 第一級公允值計量指根據實體於計量日期可獲得之相同資產或負債於活躍市場之報價(未經調整)進行的計量;
- 第二級公允值計量指根據除第一級內報價之外資產或負債直接可觀察的數據(即價格)或間接可觀察的數據(即源自價格)進行的計量;及
- 第三級公允值計量指透過運用並非基於可觀察市場數據之資產或負債數據(即不可觀察數據)的估值技術進行的計量。

		Level 1 第一級	
		At 31 October 2022 於二零二二年 十月三十一日 HK\$' 000 千港元 (Unaudited) (未經審核)	At 30 April 2022 於二零二二年 四月三十日 HK\$' 000 千港元 (Audited) (經審核)
Financial asset at FVTPL – equity securities listed in Hong Kong	按公允值計入損益之金融資產 – 於香港上市之股本證券	134,236	91,397

The fair value of equity securities listed in Hong Kong was determined with reference to quoted bid prices in active market.

The Group did not have any financial liabilities measured at fair value on a recurring basis as at 31 October 2022 and 30 April 2022.

於香港上市之股本證券之公允值乃參考活躍市場所報之買入價而釐定。

於二零二二年十月三十一日及二零二二年四月三十日，本集團並無任何按經常基準以公允值計量之金融負債。

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For the Six Months ended 31 October 2022 截至二零二二年十月三十一日止六個月

#### 17. FAIR VALUE MEASUREMENTS OF FINANCIAL INSTRUMENTS (continued)

##### (II) FAIR VALUE OF THE GROUP'S FINANCIAL ASSETS AND LIABILITIES THAT ARE NOT MEASURED AT FAIR VALUE ON A RECURRING BASIS

The carrying amounts of the Group's financial assets and financial liabilities carried at amortised cost appropriate to their respective fair values as at 31 October 2022 and 30 April 2022.

#### 18. MATERIAL RELATED PARTY TRANSACTIONS

In addition to the transactions and balances as disclosed elsewhere in the unaudited condensed consolidated financial statements, the Group entered into the following material transaction with related parties during the interim period:

##### COMPENSATION OF KEY MANAGEMENT PERSONNEL

The remuneration of directors of the Company and other members of key management during the interim period are as follows:

Fees and salaries	袍金及薪金
Retirement benefit schemes	退休福利計劃

#### 17. 金融工具之公允值計量 (續)

##### (II) 並非按經常基準以公允值計量之本集團金融資產及負債之公允值

於二零二二年十月三十一日及二零二二年四月三十日，按攤銷成本列賬之本集團金融資產及金融負債之賬面值與其各自之公允值相若。

#### 18. 重大關聯方交易

除未經審核簡明綜合財務報表其他部分所披露之交易及結餘外，本集團於中期期間曾與關聯方進行下列重大交易：

##### 主要管理人員之薪酬

本公司董事及其他主要管理層人員於中期期間內之酬金如下：

		Six months ended 31 October 截至十月三十一日止六個月	
		2022 二零二二年 HK\$'000 千港元 (Unaudited) (未經審核)	2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)
Fees and salaries	袍金及薪金	3,272	3,065
Retirement benefit schemes	退休福利計劃	129	118
		<b>3,401</b>	<b>3,183</b>

The remuneration of directors of the Company and key management is determined by the remuneration committee having regard to the performance of individuals and market trends.

本公司董事及主要管理人員之酬金，乃由薪酬委員會考慮個人表現及市場趨勢後釐定。