



唐宮(中國)控股有限公司
TANG PALACE (CHINA) HOLDINGS LIMITED

(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 : 1181

唐宮

Tang Palace
HONG KONG 香港
TANG PALACE 唐宮
FOOD & BEVERAGE 飲食
GROUP 集團



INTERIM REPORT

中期報告

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Corporate Information

公司資料

Directors

Executive Directors

Ms. Weng Peihe (*Chairman*)
Mr. Yip Shu Ming
Mr. Chan Man Wai
Mr. Ku Hok Chiu
Mr. Chen Zhi Xiong (*Chief Executive Officer*)
Mr. Wong Chung Yeung (*Chief Financial Officer*)

Independent Non-Executive Directors

Mr. Kwong Chi Keung
Mr. Kwong Ping Man
Mr. Chan Kin Shun

Company Secretary

Mr. Wong Chung Yeung

Authorised Representatives

Mr. Chan Man Wai
Mr. Wong Chung Yeung

Members of Audit Committee

Mr. Kwong Ping Man (*Chairman*)
Mr. Kwong Chi Keung
Mr. Chan Kin Shun

Members of Nomination Committee

Mr. Kwong Ping Man (*Chairman*)
Mr. Kwong Chi Keung
Mr. Chan Kin Shun

Members of Remuneration Committee

Mr. Kwong Chi Keung (*Chairman*)
Mr. Kwong Ping Man
Mr. Chan Kin Shun

Registered Office

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Cayman Islands

董事

執行董事

翁培禾女士 (*主席*)
葉樹明先生
陳文偉先生
古學超先生
陳志雄先生 (*行政總裁*)
黃忠揚先生 (*首席財務官*)

獨立非執行董事

鄭志強先生
鄭炳文先生
陳建順先生

公司秘書

黃忠揚先生

授權代表

陳文偉先生
黃忠揚先生

審核委員會成員

鄭炳文先生 (*主席*)
鄭志強先生
陳建順先生

提名委員會成員

鄭炳文先生 (*主席*)
鄭志強先生
陳建順先生

薪酬委員會成員

鄭志強先生 (*主席*)
鄭炳文先生
陳建順先生

註冊辦事處

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Cayman Islands

Hong Kong Branch Share Registrar and Transfer Office

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

Principal Bankers

Agricultural Bank of China Limited
Bank of China Limited
Hang Seng Bank Limited

Auditors

Ernst & Young
Certified Public Accountants
Registered Public Interest Entity Auditor

Legal Advisor

As to Hong Kong law:
CFN Lawyers

As to the People's Republic of China's law:
Beijing Bairui (Shenzhen) Law Firm

Stock Code

The Stock Exchange of Hong Kong Limited:
1181

Website

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科學館道一號
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開曼群島股份過戶處

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香港股份過戶登記分處

卓佳證券登記有限公司
香港
夏慤道16號
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主要往來銀行

中國農業銀行股份有限公司
中國銀行股份有限公司
恆生銀行有限公司

核數師

安永會計師事務所
執業會計師
註冊公眾利益實體核數師

法律顧問

香港法律：
陳馮吳律師事務所

中華人民共和國法律：
北京市百瑞(深圳)律師事務所

股份代號

香港聯合交易所有限公司：
1181

網站

www.tanggong.cn

Management Discussion and Analysis

管理層討論及分析

Industry Review

In the first half of 2024, the global economy continued to be affected by war, inflation, and other factors. Amid escalating trade tensions and rising policy uncertainties, there are unstable elements in global economic development. At the same time, Mainland China also faced challenges in economic transformation and structural adjustment on the macro economic level. In view of frequent changes in the domestic and international environment, Mainland China's economic growth slightly slowed down in the first half of 2024. Although the national GDP increased by 5.3% in the first quarter, there was a noticeable slowdown in the second quarter. The catering industry was similarly affected by the economic slowdown trend, with national catering revenue increasing by 7.9% year-on-year in the first half of 2024, a significant decrease as compared to the growth rate of over 21% in the same period in 2023. Quarterly data also showed that the growth rate gradually declined month by month from double-digit increases at the beginning of the year.

行業概覽

二零二四年上半年環球經濟持續受到戰爭、通貨膨脹等影響，在貿易緊張局勢升級和政策不確定性上升的背景下，全球經濟發展存在不穩定因素。同時，中國內地亦在宏觀經濟環境層面面對經濟轉型、結構調整的挑戰。面對國內外頻繁變化的大環境，二零二四年上半年中國內地的經濟增速略有放緩，第一季度全國生產總值雖然有5.3%的增幅，但第二季度有比較明顯的減緩；餐飲業同樣受到經濟放緩趨勢的影響，二零二四年上半年全國餐飲收入同比增幅7.9%，對比二零二三年同期超過21%的增幅大大減少，從季度看也顯示增長幅度由年初的雙位數增幅逐月下降。

Business Review

In the first half of 2024, Mainland China's economic growth was volatile due to short-term factors such as natural disasters and insufficient growth in domestic demand. Additionally, global economic instability affected market investment sentiment, leading to a generally weak consumer market. This was particularly evident after the Chinese New Year holiday, when the trend of weakened consumption was gradually revealed in the second quarter, and consumers were more prudent on daily spending. Consequently, the number of customers and per capita spending at the Group's restaurants in Mainland China both declined. Furthermore, several restaurants of the Group were closed in the first half of 2024 because of renovations, brand adjustments, and other factors, which had a certain impact on revenue. At the same time, the business in Hong Kong was also affected by customers' outbound travel spending. As a result, the Group's revenue for the Period was RMB527.3 million, representing a decrease of 10.4% as compared to the same period in 2023. In response to the challenges posed by the market environment and changes in consumer behavior, the Group implemented several marketing strategies during the Period, including strengthening online platform promotions, enhancing commemorative banquet services, and strengthening members' loyalty. During the Period, despite the ongoing pressure of high operating costs in the catering market, the Group further utilized the enterprise resource planning (ERP) system launched last year, resulting in better control over the cost structure by optimizing the supply chain and the efficiency of management. The gross profit margin remained stable at 66.2% for the Period (2023: 66.4%).

業務回顧

二零二四年上半年中國內地經濟增長受到自然災害多發及消費增長乏力等短期因素影響而波動，加上環球經濟不穩定影響市場投資氣氛，整體消費市場趨向疲弱，農曆新年長假期效應過後，第二季度開始消費力不足的趨勢逐漸顯現，消費者日常消費趨於謹慎。因此，本集團於內地餐廳的顧客人數及人均消費均下跌，另外，本集團於二零二四年上半年有多間分店由於裝修、品牌調整及其他等不同原因停業，對收益有一定程度的影響。同時，香港地區的業務亦受到顧客外遊消費的衝擊，故此，集團本期間的收益錄得人民幣527.3百萬元，對比二零二三年同期下降10.4%。面對市場環境挑戰及消費模式更改，集團於本期間積極制定營銷策略應對市場變化，包括優化線上平台推廣模式、強化紀念日宴會業務、鞏固會員忠誠度等。本期間，在餐飲市場仍然面對經營成本難以下降的壓力下，集團進一步強化運用好去年上線的企業資源管理系統(ERP)，優化供應鏈，精益化管理，令成本結構掌控度更高，毛利率在本期間保持平穩的66.2% (2023: 66.4%)。

Management Discussion and Analysis 管理層討論及分析



The Group's self-operated business focuses on Chinese cuisine. Due to cautious consumer spending patterns and the increasing segmentation of dining options in recent years, competition has become particularly fierce. Therefore, the Group's marketing plan during the Period focused on increasing channels for exposure and boosting consumer desire. In recent years, e-commerce in Mainland China has developed rapidly, with online sales becoming the mainstream. Consequently, the Group adjusted its marketing strategies during the Period, consolidated resources to increase online exposure. In addition to continuously collaborating with major platforms such as Meituan and Dianping and regularly updating promotional activities to maintain high exposure rankings, the Group launched "check-in" giveaway campaign and Xiaohongshu KOLs recruitment to boost its popularity in different platforms. The Group also took advantage of major festivals and designed special projects such as themed marketing campaigns and exclusive packages to attract customers. These projects were launched on major platforms and promoted simultaneously on live streaming platforms to attract a wide audience. Furthermore, recognizing the potential of live streaming marketing, the Group collaborated with a media agency in the second quarter to operate its own online platform using professional management models. By leveraging its extensive self-media network and the large fan base of KOLs, through short videos or live streaming, the Group aimed to draw promotional attention and to increase online sales and attract new customers. Launching large-scale promotional activities through live streaming platform and listed on other online platforms simultaneously, the Group generated over RMB21 million in revenue just within a few months. This also led to an increase in customer traffic, demonstrating significant effectiveness and successfully establishing a new marketing model for the Group.

集團的自營業務以中式餐飲為主，由於顧客消費模式傾向謹慎以及近年餐飲種類的細化致競爭尤為激烈，集團以增加渠道曝光以及提高消費意慾成為本期間營銷計劃的焦點目標。中國內地市場電子商務近年發展蓬勃，線上銷售成為主流，因此集團於本期間調整市場推廣策略，集中資源投入以提高線上曝光。集團持續與大型平台如美團及大眾點評等合作，不斷更新可保持較高曝光排名的推廣活動；又推出「收藏打卡」贈送活動、招募小紅書達人探店，推高品牌於不同平台的人氣；更制定能吸引消費者的特別企劃，藉助重要節慶推出具有吸引力的主題營銷活動和專屬套餐，除同步於各大平台上架，更同時於直播平台推廣，爭取廣泛鋪開以吸引顧客。此外，集團看中直播營銷的拓展空間，於第二季與媒體機構合作，以其專業管理模式營運集團線上平台及透過其龐大自媒體網絡，借力擁有大量粉絲人數的網紅達人，通過拍攝短視頻和直播的方式提升宣傳熱度，提高線上銷售，同時也可為集團帶來更多新顧客。透過直播營銷以及同步平台推廣的大型推廣活動於短短數月已為集團帶來超過人民幣2,100萬的收益，同時也為集團帶來人流量的提升，成效顯著，成功為集團開拓新的營銷模式。

In recent years, the Group has focused on “creating consumption scenarios” as another means to increase customer repurchase rates. Therefore, it places great importance on commemorative banquets and themed events. By enhancing customer interaction opportunity and creating memorable experiences, the Group aims to boost customers’ loyalty and drive repeat purchases. During the Period, the Group further strengthened efforts in creating a pleasant atmosphere and managing customer relations before and after events. This included regularly arranging florists to decorate stores, personalizing decoration for commemorative banquet, introducing host services, providing photo props, and hiring professional photographers to take and share instant photos for customers, which aimed to align with professional banquet services. For anniversary events, the Group elevated the activities to a creative level based on holiday themes, incorporating cultural experiences, floral and tea art, and parent-child interaction elements etc. Membership management is another channel to retain customers and encourage repeat purchases. The Group’s self-operated restaurants in Mainland China and Hong Kong have had membership programs for many years. As of 30 June 2024, the Group had over 1.4 million members in Mainland China and Hong Kong. Maintaining a stable and loyal customer base was the primary task of membership management during the Period. Therefore, the Group increased member-exclusive benefits and promotions, such as the “Lobster Festival”, and frequently updated member reward benefits to maintain members’ engagement and repurchase intentions. This also served as an effective promotional channel for offline events.

Joint Venture Businesses

In addition to its own strengths in Cantonese cuisine restaurant operation, the Group has expanded into different types of cuisines through joint ventures, with each brand’s business as being stable. In the first quarter of 2024, the Group made a new attempt by collaborating with a well-known Beijing cuisine group from the Mainland China. The Group recognizes the development potential for cuisines incorporating cultural element and will closely explore the possibility of further development in the local market and overseas expansion.

集團近年一直以「創造消費場景」作為另一個提高顧客回購目標的焦點，因此十分重視紀念日宴會、主題活動等的業務，透過加深與顧客互動的機會、創造記憶點從而提高顧客忠實度，實現消費裂變。本期間，集團在營造環境氣氛、優化活動前後的客情管理等環節進一步加強，如定期安排花藝師裝飾門店、紀念日宴會個性化會場佈置、引入現場主持服務、提供打卡道具等，又聘請專業攝影師為顧客現場留影、即時分享，務求向專業化宴會服務看齊。在安排紀念日活動方面，更在節日主題相關的基礎上提升至創意性活動層面，加入文化體驗、花藝茶藝等生活概念、親子互動等元素。會員管理亦是另一個可以鎖緊顧客、鼓勵重複消費的渠道，中國內地及香港的自營餐廳均已推出會員計劃多年，截至二零二四年六月三十日止，集團於中國內地及香港合共擁有超過140萬的會員人數，穩定忠實客群是本期間會員管理的首要任務。因此，集團增加會員限定的福利優惠、推出主題性推廣如「龍蝦節」以及持續更新會員兌換獎勵，以保持會員的關注度及回購意慾，同時成為舉辦線下活動的有力宣傳渠道。

合營業務

於經營自家強項的粵式餐飲以外，集團以合營模式拓展不同餐飲種類的餐廳，各品牌的業務穩定。於二零二四年第一季集團再次作出新嘗試，與內地知名的京式餐飲集團合作，集團認為加入文化元素的餐飲具有發展空間，會密切留意於海內外拓展的可行性。

Management Discussion and Analysis 管理層討論及分析

Prospect

The Group expects that the catering market in Mainland China and Hong Kong will continue to face challenges posed by weak consumer demand and high operating costs in the second half of 2024. Therefore, it will continue to flexibly adjust its operating model with customer-oriented strategies, striving to improve operational efficiency and enhancing marketing strategies to increase revenue. In light of the success of live-stream marketing, the Group will enhance its management in the second half of the year, optimizing various aspects such as meal set combinations, sales techniques, and promotional approaches to launch more diverse marketing activities and increase sales. Additionally, more online sales channels will be explored. Furthermore, the Group will enhance customer interaction activities, incorporating cross-industry and cross-brand themed events to elevate lifestyle quality. With a continuous innovative attitude and warm service, the Group aims to further enhance brand awareness and attract customers who pursue quality. The Group will maintain a cautiously optimistic attitude, actively seek expansion opportunities, create new marketing models, strictly control costs, and continuously improve operational efficiency to ensure a healthier and more stable future development.

展望

集團預期二零二四年下半年中國內地及香港的餐飲市場仍然面對消費疲弱、成本高企的挑戰，因此將繼續以緊貼消費者的策略靈活調整營運模式，持續在提高營運效益上努力，並且積極調整營銷策略以提升收入。有見直播營銷的成功，集團將於下半年深化此業務的管理，從套餐組合、銷售技巧、推廣模式等多方面優化，推出更多元化的營銷活動，從而加大銷售額，亦會發掘更多線上的銷售渠道。另外，集團將深化與顧客互動的活動策劃，加入跨界別、跨品牌，提升生活品味的主題活動，以持續創新態度及有溫度的服務進一步提升品牌知名度及鎖定追求品質的顧客群。集團將保持審慎樂觀的態度積極尋求拓展機遇、創造新營銷模式，並且嚴註掌控成本、持續提升經營效益，讓集團未來發展更為健康穩固。

Financial Review

As at 30 June 2024, the Group was operating 33 self-owned restaurants and invested in 17 other restaurants under joint ventures. The table below illustrates the number of self-owned restaurants by major brands, together with the percentage of revenue to the Group:

Brand	品牌	No. of restaurants as at 30 June 於六月三十日之餐廳數目		Percentage of revenue contributed to the Group as at 30 June 於六月三十日佔本集團收益百分比	
		2024 二零二四年	2023 二零二三年	2024 二零二四年	2023 二零二三年
Tang's Cuisine	唐宮壹號	1	2	4.0%	3.7%
Tang Palace*	唐宮*	26	26	81.6%	79.4%
Social Place	唐宮小聚	5	6	11.8%	12.7%
Canton Tea Room	唐宮茶點	—	1	0.6%	2.1%
Pepper Lunch	胡椒廚房	—	—	—	0.2%
Soup Delice	唐宮湯品	1	1	1.2%	1.2%
PappaRich	金爸爸	—	1	—	0.2%

* including Tang Palace Seafood Restaurant, Tang Palace and Tang Palace He Yuan

* 包括唐宮海鮮舫、唐宮及唐宮和園

As mentioned above, the Group's overall revenue for the Period decreased by 10.4% to approximately RMB527.3 million, while the overall gross profit margin remained stable at 66.2% (2023: 66.4%).

誠如上文所述，本集團於本期間之整體收益下降10.4%至約人民幣527.3百萬元，整體毛利率66.2%保持平穩(二零二三年：66.4%)。

Management Discussion and Analysis 管理層討論及分析

During the Period, the Group's share award scheme expense calculated at market price amounted to approximately RMB1.8 million (2023: Nil). By excluding this expense item, the Group's percentage of revenue on staff costs was 40.6% (2023: 36.7%). In addition, percentage of revenue on depreciation of items of property, plant and equipment was 3.3% (2023: 3.1%) and utility and consumables expenses was 4.9% (2023: 4.6%). Rental and related expenses were categorised as depreciation of right-of-use assets and finance costs according to HKFRS 16. During the Period, percentage of revenue on depreciation of right-of-use assets was 5.2% (2023: 4.3%), percentage of revenue on finance costs was 1.0% (2023: 1.0%) and percentage of revenue on rental and related expenses was 2.7% (2023: 2.6%).

During the Period, income tax expense was approximately RMB5.2 million (2023: approximately RMB4.0 million), which included withholding tax on dividend income of approximately RMB1.5 million (2023: approximately RMB1.2 million) and deferred tax expense of approximately RMB0.7 million (2023: deferred tax credit of approximately RMB0.3 million). Profit attributable to owners of the Company for the Period amounted to approximately RMB3.4 million (2023: approximately RMB41.6 million).

Cash flow

Cash and cash equivalents decreased by approximately RMB5.0 million from approximately RMB321.4 million as at 31 December 2023 to approximately RMB316.4 million as at 30 June 2024. Net cash of approximately RMB56.9 million was generated from operating activities during the Period. Net cash used in investing activities amounted to approximately RMB33.8 million during the Period, mainly due to the purchase of property, plant and equipment of approximately RMB24.0 million, increase in time deposit of approximately RMB10.0 million and advance of a loan/capital injection to joint ventures of approximately RMB2.8 million, offset by interest received of approximately RMB3.0 million. Net cash used in financing activities amounted to approximately RMB28.1 million for the Period.

於本期間，本集團以市場價值計價之股份獎勵計劃開支約為人民幣1.8百萬元（二零二三年：無）。倘不包括該開支項目，本集團的員工成本的收入百分比為40.6%（二零二三年：36.7%）。此外，物業、廠房及設備項目折舊的收入百分比為3.3%（二零二三年：3.1%），公共設施及消耗品開支的收入百分比為4.9%（二零二三年：4.6%）。根據香港財務報告準則第16號，租金及相關費用被歸類為使用權資產的折舊及財務成本。於本期間，使用權資產折舊的收入百分比為5.2%（二零二三年：4.3%），融資成本的收入百分比為1.0%（二零二三年：1.0%），租金及相關費用的收入百分比為2.7%（二零二三年：2.6%）。

於本期間，所得稅開支約為人民幣5.2百萬元（二零二三年：約人民幣4.0百萬元），其中包括股息收入的預扣稅款約人民幣1.5百萬元（二零二三年：約人民幣1.2百萬元）及遞延稅項支出約人民幣0.7百萬元（二零二三年：遞延稅項收入約人民幣0.3百萬元）。本期間本公司擁有人應佔溢利約為人民幣3.4百萬元（二零二三年：約人民幣41.6百萬元）。

現金流

現金及現金等值減少約人民幣5.0百萬元，由二零二三年十二月三十一日的約人民幣321.4百萬元減少至二零二四年六月三十日的約人民幣316.4百萬元。於本期間，經營活動所得約人民幣56.9百萬元現金淨額。於本期間，投資活動所用現金淨額約為人民幣33.8百萬元，當中包括購置物業、廠房及設備約人民幣24.0百萬元、增加定期存款約人民幣10.0百萬元以及墊付貸款／注資合營公司約人民幣2.8百萬元，被收到的利息約人民幣3.0百萬元所抵銷。本期間融資活動所用現金淨額約為人民幣28.1百萬元。

Liquidity and Financial Resources

The Group's funding and treasury activities are managed and controlled by the senior management. The Group maintained cash and cash equivalents and time deposits, in aggregate, of approximately RMB326.4 million as at 30 June 2024 (31 December 2023: approximately RMB321.4 million). As at 30 June 2024, the Group's total assets, net current assets and net assets were approximately RMB779.0 million (31 December 2023: approximately RMB805.7 million), approximately RMB3.5 million (31 December 2023: approximately RMB2.1 million) and approximately RMB244.8 million (31 December 2023: approximately RMB241.0 million), respectively.

As at 30 June 2024, the Group had no bank borrowings (31 December 2023: Nil). The gearing ratio (calculated as bank borrowings divided by total equity) was nil as at 30 June 2024 (31 December 2023: Nil).

As at 30 June 2024, the current ratio (calculated as current assets divided by current liabilities) was 1.0 (31 December 2023: 1.0). The Directors are of the opinion that the Group has sufficient working capital for the Group's operations and expansion in the near future.

Foreign Currency Exposure

The business operations of the Group's subsidiaries were conducted mainly in Mainland China with revenues and expenses of the Group's subsidiaries denominated mainly in RMB. The Group's cash and bank deposits were denominated mainly in RMB, with some denominated in Hong Kong dollars. Any significant exchange rate fluctuations of Hong Kong dollars against RMB as the functional currency may have a financial impact to the Group.

During the Period, the Group did not use financial instruments for hedging purposes. The Group continues to manage and monitor these exposures to ensure that appropriate measures are implemented in a timely and effective manner.

流動資金及財務資源

本集團的資金及庫務活動由高級管理層管理及控制。本集團於二零二四年六月三十日有現金及現金等值及定期存款合共約人民幣326.4百萬元(二零二三年十二月三十一日：約人民幣321.4百萬元)。於二零二四年六月三十日，本集團的資產總值、流動資產淨值及資產淨值分別約為人民幣779.0百萬元(二零二三年十二月三十一日：約人民幣805.7百萬元)、約人民幣3.5百萬元(二零二三年十二月三十一日：約人民幣2.1百萬元)及約人民幣244.8百萬元(二零二三年十二月三十一日：約人民幣241.0百萬元)。

於二零二四年六月三十日，本集團沒有銀行借貸(二零二三年十二月三十一日：無)。於二零二四年六月三十日的資本負債比率(以銀行借貸除以權益總額計算)為零(二零二三年十二月三十一日：無)。

於二零二四年六月三十日，流動比率(以流動資產除以流動負債計算)為1.0(二零二三年十二月三十一日：1.0)。董事認為，本集團有足夠營運資金供本集團於可見將來之營運及擴展所需。

外匯風險

本集團附屬公司主要於中國內地經營業務，其收入及開支主要以人民幣列值。本集團之現金及銀行結餘大部分以人民幣列值，部分則以港元列值。由於人民幣為本集團之功能貨幣，港元兌人民幣的匯率若出現大幅波動，可能會對本集團構成財務影響。

於本期間，本集團並無採用任何金融工具作對沖用途。本集團繼續管理及監察該等風險以確保及時和有效實施適當之措施。

Other Information

其他資料

Number and Remuneration of Employees

As at 30 June 2024, the Group had over 2,700 employees. The Group recognises the importance of human resources to its success, and therefore qualified and experienced personnel are recruited for operation and expansion of restaurants. Remuneration is maintained at competitive levels with discretionary bonuses payable on a merit basis and in line with industry practice. Other staff benefits provided by the Group include mandatory provident fund, insurance schemes, share awards and performance related bonus.

Capital Commitment

The Group's capital commitment was approximately RMB1.4 million as at 30 June 2024 (31 December 2023: RMB5.9 million).

Charges on Group's Assets

As at 30 June 2024 and 31 December 2023, the Group did not have any charges on its assets.

Contingent Liabilities

As at 30 June 2024, the Group did not have any material contingent liabilities.

Material Acquisitions and Disposals of Subsidiaries, Associated Companies and Joint Ventures

During the Period, there was no material acquisition or disposal of subsidiaries, associated companies or joint ventures of the Company.

僱員數目及薪酬

於二零二四年六月三十日，本集團共有逾2,700名僱員。本集團深知人力資源對其成功的重要性，因此就餐廳營運及拓展聘請具有合適資格且經驗豐富的人員。僱員薪酬維持於具競爭力的水平，本集團會按表現發放酌情花紅，符合業內慣例。本集團提供的其他員工福利包括強制性公積金、保險計劃、股份獎勵及與表現掛鉤的花紅。

資本承擔

於二零二四年六月三十日，本集團的資本承擔約為人民幣1.4百萬元（二零二三年十二月三十一日：人民幣5.9百萬元）。

本集團資產質押

於二零二四年六月三十日及二零二三年十二月三十一日，本集團並無質押任何資產。

或然負債

於二零二四年六月三十日，本集團並無任何重大或然負債。

附屬公司、聯營公司及合營公司的重大收購及出售

於本期間內，本公司並沒就其附屬公司、聯營公司或合營公司進行重大收購或出售。

Purchase, Sale or Redemption of Listed Securities of the Company

During the Period, the trustee of the Share Award Scheme, pursuant to the terms of the trust deed of the aforesaid scheme, purchased on the Stock Exchange a total of 5,000,000 Shares with a total consideration of approximately RMB1.8 million equivalent.

Save as disclosed above, neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company's listed securities during the Period.

Corporate Governance Code

The Board is of the opinion that the Company has complied with all the code provisions as set out in the Corporate Governance Code contained in Appendix C1 to the Listing Rules throughout the Period.

Model Code for Securities Transactions by Directors of Listed Issuers

The Company has adopted its own code for securities transactions by Directors on terms no less exacting than the Model Code as set out in Appendix C3 to the Listing Rules. The Company has made specific enquiries of all Directors and all of the Directors confirmed that they have complied with the required standards set out in the Model Code during the Period.

Audit Committee

The audit committee of the Company, comprising Mr. Kwong Ping Man as chairman as well as Mr. Kwong Chi Keung and Mr. Chan Kin Shun, has reviewed, together with the participation of the management, the accounting principles and practices adopted by the Group and discussed the auditing, risk management and internal control, as well as financial reporting matters including the review of the unaudited condensed consolidated interim results and interim report of the Group for the Period.

購買、出售或贖回本公司已上市證券

於本期間，股份獎勵計劃之信託人，根據上述計劃之信託契據條款在聯交所購買合共5,000,000股股份，總代價約為折合人民幣1.8百萬元。

除上文所披露外，本公司或其任何附屬公司於本期間內概無購買、出售或贖回本公司之任何上市證券。

企業管治守則

董事會認為本公司於本期間內已遵守上市規則附錄C1所載之企業管治守則內之所有守則條文。

上市發行人董事進行證券交易的標準守則

本公司已為董事進行證券交易採納其本身的守則，當中條款的嚴謹程度不遜於上市規則附錄C3所載的標準守則。本公司已向全體董事作出特定查詢，全體董事已確認彼等於本期間已遵守標準守則所載之規定標準。

審核委員會

本公司審核委員會由鄭炳文先生(主席)、鄭志強先生及陳建順先生組成。審核委員會連同管理層已檢討本集團所採納的會計原則及慣例，並討論審計，風險管理及內部監控，以及財務報告事宜，包括審閱本集團本期間未經審核簡明綜合中期業績及中期報告。

Other Information 其他資料

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

As at 30 June 2024, the interests and short positions of the Directors and chief executive of the Company in the shares and underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO), as recorded in the register maintained by the Company under Section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code were as follows:

董事及主要行政人員於股份及相關股份及債權證中的權益及淡倉

於二零二四年六月三十日，本公司董事及主要行政人員於本公司及其任何相聯法團（定義見證券及期貨條例第XV部）之股份、相關股份及債權證中，擁有記錄於本公司須根據證券及期貨條例第352條存置之登記冊內之權益及淡倉，或根據標準守則須知會本公司及聯交所的權益及淡倉，詳情載列如下：

Name of Director 董事姓名	Number of ordinary shares ^(Note 1) 普通股數目 ^(附註1)			Total 總計	Approximate percentage of shareholding as at 30 June 2024 於二零二四年六月三十日的股權概約百分比
	Beneficial Owners 實益擁有人	Held by controlled corporation 由受控制法團持有			
Ordinary shares of HK\$0.05 each of the Company 本公司每股面值0.05港元之普通股					
Ms. Weng Peihe 翁培禾女士	34,950,000 (L)	—	34,950,000 (L)		3.24%
Mr. Yip Shu Ming 葉樹明先生	—	247,944,000 (L) (Note 2) (附註2)	247,944,000 (L)		23.04%
Mr. Chan Man Wai 陳文偉先生	12,952,000 (L)	352,500,000 (L) (Note 3) (附註3)	365,452,000 (L)		33.96%
Mr. Ku Hok Chiu 古學超先生	—	105,700,000 (L) (Note 4) (附註4)	105,700,000 (L)		9.82%
Mr. Chen Zhi Xiong 陳志雄先生	10,020,000 (L)	—	10,020,000 (L)		0.93%
Mr. Wong Chung Yeung 黃忠揚先生	2,990,000 (L)	—	2,990,000 (L)		0.27%



Directors' and Chief Executive's Interests and Short Positions in Shares and Underlying Shares and Debentures (Continued)

Notes:

- (1) The letter "L" denotes the Directors' long position in the shares of the Company or the relevant associated corporation.
- (2) These shares were held by Current Success Investments Limited, which is wholly-owned by Mr. Yip Shu Ming. By virtue of the SFO, Mr. Yip Shu Ming is taken to be interested in the shares held by Current Success Investments Limited.
- (3) These shares were held by Best Active Investments Limited, which is wholly-owned by Mr. Chan Man Wai. By virtue of the SFO, Mr. Chan Man Wai is taken to be interested in the shares held by Best Active Investments Limited.
- (4) These shares were held by Bright Mind Investments Limited, which is wholly-owned by Mr. Ku Hok Chiu. By virtue of the SFO, Mr. Ku Hok Chiu is taken to be interested in the shares held by Bright Mind Investments Limited.

Save as disclosed above, as at 30 June 2024, none of the Directors or chief executive of the Company had registered an interest or short position in the shares, underlying shares or debentures of the Company or any of its associated corporations that was required to be recorded pursuant to section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code.

董事及主要行政人員於股份及相關股份及債權證中的權益及淡倉 (續)

附註：

- (1) 字母「L」表示董事於本公司或有關相聯法團股份的好倉。
- (2) 此等股份由Current Success Investments Limited(由葉樹明先生全資擁有)持有。根據證券及期貨條例，葉樹明先生被視為於Current Success Investments Limited所持有的股份中擁有權益。
- (3) 此等股份由Best Active Investments Limited(由陳文偉先生全資擁有)持有。根據證券及期貨條例，陳文偉先生被視為於Best Active Investments Limited所持有的股份中擁有權益。
- (4) 此等股份由Bright Mind Investments Limited(由古學超先生全資擁有)持有。根據證券及期貨條例，古學超先生被視為於Bright Mind Investments Limited所持有的股份中擁有權益。

除上文所披露者外，於二零二四年六月三十日，董事及本公司主要行政人員概無於本公司或其任何相聯法團的股份、相關股份或債權證中，擁有須根據證券及期貨條例第352條記錄之權益及淡倉，或根據標準守則須知會本公司及聯交所的權益及淡倉。

Other Information 其他資料

Substantial Shareholders' Interests in Shares and Underlying Shares

As at 30 June 2024, the interests or short positions of the persons (other than a Director or chief executive of the Company) in the shares and underlying shares of the Company as recorded in the register required to be kept by the Company pursuant to Section 336 of the SFO were as follows:

Name of Shareholder 股東姓名	Capacity/nature of interest 身份／權益性質	Number and class of securities ^(Note 1) 證券數目及分類 ^(附註1)	Approximate percentage of shareholding as at 30 June 2024 於二零二四年六月三十日的股權概約百分比
Current Success Investments Limited ^(Note 2) ^(附註2)	Beneficial owner 實益擁有人	247,944,000 shares (L)股份(L)	23.04%
Ms. Wong Sau Mui ^(Note 2) 黃秀枚女士 ^(附註2)	Interest of spouse 配偶權益	247,944,000 shares (L)股份(L)	23.04%
Best Active Investments Limited ^(Note 3) ^(附註3)	Beneficial owner 實益擁有人	352,500,000 shares (L)股份(L)	32.75%
Ms. Au Yim Bing ^(Note 3) 區艷冰女士 ^(附註3)	Interest of spouse 配偶權益	365,452,000 shares (L)股份(L)	33.96%
Bright Mind Investments Limited ^(Note 4) ^(附註4)	Beneficial owner 實益擁有人	105,700,000 shares (L)股份(L)	9.82%
Ms. Ku Wai Man ^(Note 4) 古惠民女士 ^(附註4)	Interest of spouse 配偶權益	105,700,000 shares (L)股份(L)	9.82%

Notes:

- (1) The letter "L" denotes the shareholder's long position in the shares of the Company.
- (2) These shares were beneficially owned by Current Success Investments Limited, which was wholly-owned by Mr. Yip Shu Ming ("Mr. Yip"). By virtue of the SFO, Mr. Yip is taken to be interested in the shares held by Current Success Investments Limited. Ms. Wong Sau Mui ("Ms. Wong") is the spouse of Mr. Yip. Under the SFO, Ms. Wong is taken to be interested in the shares in which Mr. Yip is interested.

主要股東於股份及相關股份的權益

於二零二四年六月三十日，於本公司股份或相關股份中根據證券及期貨條例第336條本公司須予存置之登記冊所記錄擁有權益或淡倉之各方（本公司董事或主要行政人員除外）如下：

Name of Shareholder 股東姓名	Capacity/nature of interest 身份／權益性質	Number and class of securities ^(Note 1) 證券數目及分類 ^(附註1)	Approximate percentage of shareholding as at 30 June 2024 於二零二四年六月三十日的股權概約百分比
Current Success Investments Limited ^(Note 2) ^(附註2)	Beneficial owner 實益擁有人	247,944,000 shares (L)股份(L)	23.04%
Ms. Wong Sau Mui ^(Note 2) 黃秀枚女士 ^(附註2)	Interest of spouse 配偶權益	247,944,000 shares (L)股份(L)	23.04%
Best Active Investments Limited ^(Note 3) ^(附註3)	Beneficial owner 實益擁有人	352,500,000 shares (L)股份(L)	32.75%
Ms. Au Yim Bing ^(Note 3) 區艷冰女士 ^(附註3)	Interest of spouse 配偶權益	365,452,000 shares (L)股份(L)	33.96%
Bright Mind Investments Limited ^(Note 4) ^(附註4)	Beneficial owner 實益擁有人	105,700,000 shares (L)股份(L)	9.82%
Ms. Ku Wai Man ^(Note 4) 古惠民女士 ^(附註4)	Interest of spouse 配偶權益	105,700,000 shares (L)股份(L)	9.82%

附註：

- (1) 字母「L」代表股東於本公司股份中的好倉。
- (2) 該等股份由Current Success Investments Limited實益擁有，而Current Success Investments Limited乃由葉樹明先生（「葉先生」）全資擁有。按照證券及期貨條例，葉先生被視為於Current Success Investments Limited所持股份中擁有權益。黃秀枚女士（「黃女士」）為葉先生的配偶。根據證券及期貨條例，黃女士被視為於葉先生擁有權益的股份中擁有權益。

Substantial Shareholders' Interests in Shares and Underlying Shares (Continued)

Notes: (Continued)

- (3) These shares were beneficially owned by Mr. Chan Man Wai (“**Mr. Chan**”) and his wholly-owned company, Best Active Investments Limited. By virtue of the SFO, Mr. Chan is taken to be interested in the shares held by Best Active Investments Limited. Ms. Au Yim Bing (“**Ms. Au**”) is the spouse of Mr. Chan. Under the SFO, Ms. Au is taken to be interested in the shares in which Mr. Chan is interested.
- (4) These shares were beneficially owned by Bright Mind Investments Limited, which was wholly-owned by Mr. Ku Hok Chiu (“**Mr. Ku**”). By virtue of the SFO, Mr. Ku is taken to be interested in the shares held by Bright Mind Investments Limited. Ms. Ku Wai Man (“**Ms. Ku**”) is the spouse of Mr. Ku. Under the SFO, Ms. Ku is taken to be interested in the shares in which Mr. Ku is interested.

Save as disclosed above, as at 30 June 2024, no person (other than a Director or chief executive of the Company) had registered an interest or short position in the shares and underlying shares of the Company as recorded in the register required to be kept by the Company pursuant to Section 336 of the SFO.

Share Award Scheme

The Company adopted the Share Award Scheme on 1 April 2021 (the “**Adoption Date**”). The purpose of the Share Award Scheme is to recognize the contributions by certain eligible persons and to provide them with incentives in order to retain them for the continual operation and development of the Group and to attract suitable personnel for the growth and further development of the Group. Subject to any early termination, the Share Award Scheme shall be valid and effective for a term of 10 years commencing on the Adoption Date. The remaining life of the Share Award Scheme is approximately 6 years and 7 months.

Eligible persons include any of the (i) senior management of any member of the Group; and (ii) employees of the Group other than excluded persons. The selection of the eligible persons and number of awarded shares to be granted must be recommended by the Remuneration Committee and approved by the Board to become effective.

主要股東於股份及相關股份的權益 (續)

附註：(續)

- (3) 該等股份由陳文偉先生(「**陳先生**」)及其全資擁有公司Best Active Investments Limited實益擁有。按照證券及期貨條例，陳先生被視為於Best Active Investments Limited所持股份中擁有權益。區艷冰女士(「**區女士**」)是陳先生的配偶。根據證券及期貨條例，區女士被視為於陳先生擁有權益的股份中擁有權益。
- (4) 該等股份由Bright Mind Investments Limited實益擁有，而Bright Mind Investments Limited乃由古學超先生(「**古先生**」)全資擁有。按照證券及期貨條例，古先生被視為於Bright Mind Investments Limited所持股份中擁有權益。古惠民女士(「**古女士**」)為古先生的配偶。根據證券及期貨條例，古女士被視為於古先生擁有權益的股份中擁有權益。

除上文所披露者外，於二零二四年六月三十日，概無任何人士(本公司董事或主要行政人員除外)擁有記錄於本公司根據證券及期貨條例第336條須予存置的登記冊中股份或相關股份的權益或淡倉。

股份獎勵計劃

本公司於二零二一年四月一日(「**採納日期**」)採納股份獎勵計劃。股份獎勵計劃旨在表彰若干合資格人士的貢獻，並給予彼等獎勵，以挽留彼等為本集團的持續營運及發展效力，並吸引合適人才加入以進一步推動本集團的發展。除提前終止外，股份獎勵計劃自採納日期起計10年內有效及生效。股份獎勵計劃的剩餘期限大約為6年7個月。

合資格人士包括 (i)本集團任何成員公司的高級管理人員；及(ii)本集團僱員(不包括除外人士)。合資格人士的選擇及擬授予的獎勵股份數目須經薪酬委員會推薦並經董事會批准方可生效。

Other Information 其他資料

Share Award Scheme (Continued)

Pursuant to the Share Award Scheme, any awarded shares shall be either (i) existing shares purchased by the trustee of the Share Award Scheme from the open market (either on-market or off-market); or (ii) new shares to be allotted and issued to the trustee (which will hold the same on behalf of the selected participant(s)) by the Company pursuant to the general mandate granted by the shareholders at the annual general meeting of the Company from time to time. Subject to the rules of the Share Award Scheme, in the event that any awarded shares are to be allotted and issued as new shares under the general mandate, the Company shall comply with the relevant Listing Rules when allotting and issuing any new shares under general mandate and application shall be made to the Stock Exchange for the granting of the listing of, and permission to deal in the new shares to be issued at the time of offering the shares. The Company shall comply with all requirements of the Listing Rules when making any grant of awarded shares under the Share Award Scheme.

Pursuant to the Share Award Scheme, the Board shall not make any further award which will result in the aggregated number of awarded shares granted pursuant to the Share Award Scheme (excluding awarded shares that have been forfeited in accordance with the Share Award Scheme) exceeding 10% of the total number of issued shares from time to time. The maximum number of shares which may be awarded to a selected participant under the Share Award Scheme in any 12-month period shall not exceed 1% of the number of issued shares from time to time. As at the date of this report, the total number of Shares available for issue in respect of awards which may be granted under the Share Award Scheme is 97,602,750, representing approximately 9.07% of the Shares in issue as at that date.

In relation to a selected participant, subject to the fulfilment of all vesting conditions (if any) for the vesting of the awarded shares on such selected participant, the awarded shares held by the trustee on behalf of the selected participant shall be vested and transferred to such selected participant pursuant to the rules of the Share Award Scheme. The Board shall have absolute discretion to waive the fulfilment of any vesting condition. The selected participants are not required to pay any amount of money as consideration for the vesting of the awarded shares.

股份獎勵計劃(續)

根據股份獎勵計劃，任何獎勵股份應為(i)股份獎勵計劃的受託人從公開市場(市場上或市場外)購買的現有股份；或(ii)本公司根據本公司股東在不時舉行的股東週年大會上授予的一般授權，向受託人(將代表選定參與者持有該等股份)配發及發行的新股份。根據股份獎勵計劃的規則，倘任何獎勵股份將根據一般授權獲配發及發行為新股份，則本公司在根據一般授權下配發及發行任何新股份時應遵守有關上市規則，並於授出股份時向聯交所申請批准將予發行新股份的上市及買賣。本公司於根據股份獎勵計劃授出任何獎勵股份時，應遵守上市規則的所有規定。

根據股份獎勵計劃，董事會不得再作出任何獎勵，導致根據股份獎勵計劃所授予的獎勵股份總數(不包括根據股份獎勵計劃被沒收的獎勵股份)超過不時已發行股份總數的10%。於任何12個月期間根據股份獎勵計劃授予個別選定參與者的最高股份數目不得超過不時發行的股份數的1%。截至本報告日期，根據股份獎勵計劃可發出獎勵的股份總數為97,602,750股，約佔該日期已發行股份的9.07%。

就獲選人而言，在向該獲選人歸屬獎勵股份的所有歸屬條件(如有)獲達成後，由受託人代表獲選人持有的獎勵股份將根據股份獎勵計劃的規則歸屬並轉移至該名獲選人。董事會擁有絕對酌情權豁免達成任何歸屬條件。獲選人無需就獎勵股份之歸屬支付任何金錢作價。

Share Award Scheme (Continued)

The trustee shall not exert any power in respect of the voting rights (if any) attached to the shares held under the trust.

For further details of the Share Award Scheme, please refer to the announcement of the Company dated 1 April 2021.

The following table sets forth the particular of the movement of the share awards granted under the Share Award Scheme during the Period:

Category of Grantees 獲授人類別	Date of grant 授予日	Date of vesting 歸屬日	Number of awarded shares 獎勵股份數目					Outstanding as at 1 January 2024 截至 二零二四年 一月一日 情況
			Granted during the six months ended 30 June 2024 於二零二四年 六月三十日 止六個月授予	Vested during the six months ended 30 June 2024 於二零二四年 六月三十日 止六個月歸屬	Lapsed during the six months ended 30 June 2024 於二零二四年 六月三十日 止六個月失效	Cancelled during the six months ended 30 June 2024 於二零二四年 六月三十日 止六個月取消	Outstanding as at 30 June 2024 截至二零二四年 六月三十日 情況	
Directors								
董事								
Ms. WENG Peihe 翁培禾女士	4 December 2023 (Note b) 二零二三年 十二月四日 (附註b)	17 April 2024 二零二四年 四月十七日	2,500,000	—	(2,500,000)	—	—	—
Mr. CHEN Zhi Xiong 陳志雄先生	4 December 2023 (Note b) 二零二三年 十二月四日 (附註b)	17 April 2024 二零二四年 四月十七日	1,500,000	—	(1,500,000)	—	—	—
Mr. WONG Chung Yeung 黃忠揚先生	4 December 2023 (Note b) 二零二三年 十二月四日 (附註b)	17 April 2024 二零二四年 四月十七日	1,000,000	—	(1,000,000)	—	—	—
Total 總數			5,000,000	—	(5,000,000)	—	—	—

股份獎勵計劃(續)

受託人不得就根據信託持有的股份所附帶的投票權(如有)行使任何權力。

有關股份獎勵計劃的進一步詳情，請參閱本公司日期為二零二一年四月一日的公告。

下表顯示於期內根據股份獎勵計劃所授予的股份獎勵之變動情況：

Other Information 其他資料

Share Award Scheme (Continued)

Notes:

- The closing price of the Shares immediately before the date that the awarded shares were granted on 4 December 2023 was HK\$0.50 per Share.
- The award shares were vested on 17 April 2024 upon fulfilment of the performance target based on the net profit of the Company.
- The estimated fair value of the awarded Shares granted on 4 December 2023 was approximately HK\$2,500,000. The fair value of the awarded Shares granted is measured with reference to the closing price of the ordinary shares of the Company at the grant date.
- The weighted average closing price immediately before the vesting date was HK\$0.375.
- In respect of the Share Award Scheme, the number of share awards available for grant under the scheme mandate of the Company was 97,602,750 Shares as at 1 January 2024 and 97,602,750 Shares as at 30 June 2024.
- The number of Shares that may be issued in respect of awarded Shares granted under the Share Award Scheme during the six months ended 30 June 2024 divided by the weighted average number of the Shares in issue for the six months ended was nil as the awarded Shares were fully satisfied by on-market purchase.

Interim Dividend

The Board resolved not to declare any interim dividend for six months ended 30 June 2024 (six months ended 30 June 2023: interim special dividend of HK2.50 cents per share).

A final dividend of HK1.50 cents per share for the year ended 31 December 2023, equivalent to approximately RMB14,688,000 were approved by the shareholders at the annual general meeting held on 7 June 2024. These dividends have been distributed out of the Company's retained earnings and paid to the owners of the Company in July 2024.

股份獎勵計劃 (續)

附註：

- 於二零二三年十二月四日授予獎勵股份之前，股份的收市價格為每股港幣0.50元。
- 由於已達到按本公司利潤的表現目標，獎勵股份已於二零二四年四月十七日歸屬。
- 於二零二三年十二月四日授出的獎勵股份的估計公平值約為港幣2,500,000元。所授出獎勵股份的公平值乃參考本公司普通股於授出日期的收市價計算。
- 歸屬日前的加權平均收盤價為港幣0.375元。
- 就股份獎勵計劃而言，截至二零二四年一月一日，根據本公司一般授權可授予的股份獎勵數量為97,602,750股，截至二零二四年六月三十日為97,602,750股。
- 截至二零二四年六月三十日止六個月根據股份獎勵計劃授出並將會發行的獎勵股份數目，除以截至二零二四年六月三十日止年度已發行的加權平均股份數目為零，因獎勵股份已全數透過市場購買獲取。

中期股息

董事會議決不就截至二零二四年六月三十日止六個月宣派任何中期股息（截至二零二三年六月三十日止六個月：中期特別股息每股2.5港仙）。

截至二零二三年十二月三十一日止年度的末期股息為每股1.50港仙，折合相等於約人民幣14,688,000元，已於二零二四年六月七日的股東週年大會上獲股東批准。該等股息已從本公司的保留盈利作出分派，並已於二零二四年七月派付予本公司擁有人。

Appreciation

The Board would like to thank the management of the Group and all of the staff for their hard work and dedication, as well as its shareholders, business partners and associates, bankers and auditors for their support to the Group throughout the Period.

By order of the Board
Tang Palace (China) Holdings Limited
Weng Peihe
Chairman

Hong Kong
28 August 2024

鳴謝

董事會謹此感謝本集團管理層及所有員工於本期間一直辛勤工作、竭誠投入，亦感謝股東、業務夥伴及聯繫人士、銀行及核數師對本集團的鼎力支持。

承董事會命
唐宮(中國)控股有限公司
主席
翁培禾

香港
二零二四年八月二十八日

Condensed Consolidated Statement of Profit or Loss

簡明綜合損益表

For the six months ended 30 June 2024
截至二零二四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

		Notes 附註	2024 二零二四年 RMB'000 人民幣千元 (unaudited) (未經審核)	2023 二零二三年 RMB'000 人民幣千元 (unaudited) (未經審核)
Revenue	收益	4	527,309	588,305
Other income	其他收入	4	11,799	16,946
Cost of inventories consumed	已耗存貨成本		(178,113)	(197,862)
Staff costs	員工成本		(216,109)	(216,004)
Depreciation of items of property, plant and equipment	物業、廠房及設備項目 折舊		(17,357)	(18,019)
Depreciation of right-of-use assets	使用權資產折舊		(27,325)	(25,530)
Utilities and consumables	公共設施開支及消耗品		(25,948)	(27,232)
Rental and related expenses	租金及相關開支		(14,016)	(15,195)
Other expenses	其他開支	5	(46,064)	(51,823)
Finance costs	融資成本		(5,503)	(5,646)
Share of profits/(losses) of joint ventures	應佔合營公司溢利/ (虧損)		205	(2,069)
PROFIT BEFORE TAX	稅前溢利	5	8,878	45,871
Income tax expense	所得稅開支	6	(5,230)	(3,994)
PROFIT FOR THE PERIOD	本期間溢利		3,648	41,877
Attributable to:	歸屬於：			
Owners of the Company	本公司擁有人		3,379	41,564
Non-controlling interests	非控股權益		269	313
			3,648	41,877
EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE COMPANY	本公司普通股權益擁有人 應佔之每股盈利	8		
Basic and diluted (RMB cents)	基本及攤薄(人民幣分)		0.31	3.86

Condensed Consolidated Statement of Comprehensive Income

簡明綜合全面收益表

For the six months ended 30 June 2024
截至二零二四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

		2024 二零二四年 RMB'000 人民幣千元 (unaudited) (未經審核)	2023 二零二三年 RMB'000 人民幣千元 (unaudited) (未經審核)
PROFIT FOR THE PERIOD	本期間溢利	3,648	41,877
OTHER COMPREHENSIVE INCOME	其他全面收益		
Other comprehensive income that may be reclassified to profit or loss in subsequent periods:	於隨後期間可能重新分類至損益的其他全面收益：		
Exchange differences on translation of foreign operations	換算境外業務之匯兌差額	242	1,216
OTHER COMPREHENSIVE INCOME FOR THE PERIOD, NET OF TAX	本期間其他全面收益，稅後	242	1,216
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD	本期間全面收益總額	3,890	43,093
Attributable to:	歸屬於：		
Owners of the Company	本公司擁有人	3,621	42,780
Non-controlling interests	非控股權益	269	313
		3,890	43,093

Condensed Consolidated Statement of Financial Position

簡明綜合財務狀況表

As at 30 June 2024
於二零二四年六月三十日

			As at 30 June 2024 於二零二四年 六月三十日 RMB'000 人民幣千元 (unaudited) (未經審核)	As at 31 December 2023 於二零二三年 十二月三十一日 RMB'000 人民幣千元 (audited) (經審核)
		Notes 附註		
NON-CURRENT ASSETS	非流動資產			
Property, plant and equipment	物業、廠房及設備		86,086	79,754
Right-of-use assets	使用權資產		184,926	205,855
Intangible assets	無形資產		—	—
Investments in joint ventures	投資合營公司		20,949	17,906
Financial asset at fair value through other comprehensive income	按公平值計入其他全面收益的金融資產		24,274	24,274
Financial asset at fair value through profit or loss	按公平值計入損益的金融資產		24,409	26,209
Prepayments and deposits	預付款項及按金	9	28,290	41,400
Deferred tax assets	遞延稅項資產		19,393	20,062
Total non-current assets	非流動資產總額		388,327	415,460
CURRENT ASSETS	流動資產			
Inventories	存貨		24,794	27,070
Trade and other receivables and prepayments	貿易及其他應收款項及預付款項	9	37,779	39,920
Due from joint ventures	應收合營公司		1,649	1,649
Tax recoverable	可收回稅項		62	264
Time deposits	定期存款		10,000	—
Cash and cash equivalents	現金及現金等值		316,367	321,374
Total current assets	流動資產總額		390,651	390,277
CURRENT LIABILITIES	流動負債			
Trade and other payables	貿易及其他應付款項	10	323,729	331,458
Due to related companies	應付關連公司		668	658
Lease liabilities	租賃負債		61,498	55,439
Tax payable	應付稅項		1,205	600
Total current liabilities	流動負債總額		387,100	388,155

Condensed Consolidated Statement of Financial Position 簡明綜合財務狀況表

As at 30 June 2024
於二零二四年六月三十日

		As at 30 June 2024 於二零二四年 六月三十日 RMB'000 人民幣千元 (unaudited) (未經審核)	As at 31 December 2023 於二零二三年 十二月三十一日 RMB'000 人民幣千元 (audited) (經審核)
NET CURRENT ASSETS	流動資產淨值	3,551	2,122
TOTAL ASSETS LESS CURRENT LIABILITIES	總資產減流動負債	391,878	417,582
NON-CURRENT LIABILITIES	非流動負債		
Lease liabilities	租賃負債	142,046	171,640
Deferred tax liabilities	遞延稅項負債	4,991	4,991
Total non-current liabilities	非流動負債總額	147,037	176,631
NET ASSETS	資產淨值	244,841	240,951
EQUITY	權益		
Equity attributable to owners of the Company	本公司擁有人應佔權益		
Issued capital	已發行股本	45,821	45,821
Reserves	儲備	197,384	193,763
		243,205	239,584
Non-controlling interests	非控股權益	1,636	1,367
Total equity	總權益	244,841	240,951

Condensed Consolidated Statement of Changes in Equity

簡明綜合權益變動表

For the six months ended 30 June 2024
截至二零二四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 Issued capital 已發行 股本 RMB'000 人民幣千元 (unaudited) (未經審核)	Share premium account 溢價 RMB'000 人民幣千元 (unaudited) (未經審核)	Statutory general reserve 法定 一般儲備 RMB'000 人民幣千元 (unaudited) (未經審核)	Fair value reserve of financial assets at fair value through other comprehensive income 按公平價值 計入其他全面 收益的金融資產 之公平價值儲備 RMB'000 人民幣千元 (unaudited) (未經審核)	Other reserve 其他 儲備 RMB'000 人民幣千元 (unaudited) (未經審核)	Exchange fluctuation reserve 匯兌波動 儲備 RMB'000 人民幣千元 (unaudited) (未經審核)	Retained profits 保留 溢利 RMB'000 人民幣千元 (unaudited) (未經審核)	Total 總計 RMB'000 人民幣千元 (unaudited) (未經審核)	Non- controlling interests 非控股 權益 RMB'000 人民幣千元 (unaudited) (未經審核)	Total equity 總權益 RMB'000 人民幣千元 (unaudited) (未經審核)
At 1 January 2023	於二零二三年一月一日	45,821	17,801	32,760	5,758	74,326	5,059	63,417	244,942	795	245,737
Profit for the period	期內溢利	—	—	—	—	—	—	41,564	41,564	313	41,877
Other comprehensive income for the period:	期內其他全面收益：										
Exchange differences related to foreign operations	換算海外營運而產生的 匯兌差額	—	—	—	—	—	1,216	—	1,216	—	1,216
Total comprehensive income for the period	期內全面收益總額	—	—	—	—	—	1,216	41,564	42,780	313	43,093
Deregistration of subsidiary	註銷附屬公司	—	—	(567)	—	—	—	567	—	—	—
At 30 June 2023	於二零二三年六月三十日	45,821	17,801	32,193	5,758	74,326	6,275	105,548	287,722	1,108	288,830
At 1 January 2024	於二零二四年一月一日	45,821	17,801	31,413	6,955	74,326	5,234	58,034	239,584	1,367	240,951
Profit for the period	期內溢利	—	—	—	—	—	—	3,379	3,379	269	3,648
Other comprehensive income for the period:	期內其他全面收益：										
Exchange differences related to foreign operations	換算海外營運而產生的 匯兌差額	—	—	—	—	—	242	—	242	—	242
Total comprehensive income for the period	期內全面收益總額	—	—	—	—	—	242	3,379	3,621	269	3,890
Deregistration of subsidiary	註銷附屬公司	—	—	—	—	—	—	—	—	—	—
At 30 June 2024	於二零二四年六月三十日	45,821	17,801	31,453	6,955	74,326	5,476	61,373	243,205	1,636	244,841

Condensed Consolidated Statement of Cash Flows

簡明綜合現金流量表

For the six months ended 30 June 2024
截至二零二四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

		2024 二零二四年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2023 二零二三年 RMB'000 人民幣千元 (Unaudited) (未經審核)
CASH FLOWS FROM OPERATING ACTIVITIES	經營活動所得現金流量		
Profit/(loss) before tax	稅前溢利/(虧損)	8,878	45,089
Adjustments for:	經調整：		
Finance costs	融資成本	5,503	5,646
Interest income	利息收入	(1,215)	(1,405)
Depreciation of items of property, plant and equipment	物業、廠房及設備項目折舊	17,357	18,019
Depreciation of right-of-use assets	使用權資產折舊	27,325	25,530
Covid-19-related rent concession from lessors	來自出租人的新型冠狀病毒疫情相關的租金優惠	—	(2,957)
Gain on revision of lease terms arising from changes in the non-cancellable periods of leases	因不可撤銷租賃期有變動而對租賃期進行修訂之收益	(1,804)	—
Amortisation of intangible assets	無形資產攤銷	—	—
Loss on disposal of items of property, plant and equipment	出售物業、廠房及設備項目之虧損	168	807
Impairment of property, plant and equipment	物業、廠房及設備項目減值	423	—
Change in fair value of a financial asset at fair value through profit or loss	按公平值計入損益的金融資產的公平值變動	—	—
Share of losses of joint ventures	應佔合營公司虧損	(205)	2,069
Equity-settled Share Award Scheme expense	股本結算股份獎勵計劃開支	(482)	—
		55,948	92,798
Decrease in inventories	存貨減少	2,276	10,018
Decrease/(increase) in deposit, trade and other receivables and prepayments	存款、貿易及其他應收款項及預付款項減少/(增加)	15,251	693
(Decrease)/increase in trade and other payables	貿易及其他應付款項(減少)/增加	(7,247)	6,941
(Increase)/decrease in amounts due from joint ventures	應收合營公司款項(增加)/減少	—	(332)
Increase in amounts due to related companies	應付關連公司款項增加	10	584
		66,238	110,702
Cash generated from/(used in) operations	經營活動所得/(所用)現金	66,238	110,702
Interest paid	已付利息	—	(161)
Interest element of lease payments	租賃付款之利息部分	(5,503)	(5,485)
Income taxes paid	已付所得稅	(3,754)	(3,324)
		56,981	101,732
Net cash flows from/(used in) operating activities	經營活動所得/(所用)現金流量淨額	56,981	101,732

Condensed Consolidated Statement of Cash Flows 簡明綜合現金流量表

For the six months ended 30 June 2024
截至二零二四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

		2024 二零二四年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2023 二零二三年 RMB'000 人民幣千元 (Unaudited) (未經審核)
CASH FLOWS FROM INVESTING ACTIVITIES	投資活動所得現金流量		
Interest received	已收利息	3,015	2,740
Capital injection to a joint venture	注資合營公司	(2,838)	—
Purchases of items of property, plant and equipment	購買物業、廠房及設備 項目	(23,975)	(3,287)
Decrease/(increase) in pledged time deposits	已抵押定期存款減少/ (增加)	—	70,682
Increase in time deposits	定期存款增加	(10,000)	—
Net cash flows from/(used in) investing activities	投資活動所得/(所用) 現金流量淨額	(33,798)	70,135
CASH FLOWS FROM FINANCING ACTIVITIES	融資活動所得現金流量		
Repayment of bank loan	償還銀行貸款	—	(25,543)
Principal portion of lease payments	租賃付款之本金部分	(28,121)	(25,075)
Net cash flows used in financing activities	融資活動所用現金流量 淨額	(28,121)	(50,618)
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS	現金及現金等值增加/ (減少)淨額	(4,938)	121,249
Cash and cash equivalents at beginning of periods	期初之現金及現金等值	321,374	254,987
Effect of foreign exchange rate changes, net	匯率變動之影響淨額	(69)	1,147
CASH AND CASH EQUIVALENTS AT END OF PERIOD	期末之現金及現金等值	316,367	377,383
ANALYSIS OF BALANCES OF CASH AND CASH EQUIVALENTS	現金及現金等值結餘之 分析		
Cash and bank balances	現金及銀行結餘	144,797	190,831
Non-pledged time deposits with original maturity of less than three months when acquired	當收購時原到期日少於三 個月的無抵押定期存款	171,570	186,552
Cash and cash equivalents as stated in the condensed consolidated statement of cash flows	於簡明綜合現金流量表列 賬的現金及現金等值	316,367	377,383



Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

As at 30 June 2024
於二零二四年六月三十日

1. Corporate Information

Tang Palace (China) Holdings Limited (the “**Company**”) was incorporated in the Cayman Islands under the Companies Act as an exempted company with limited liability and its shares are listed on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”). The registered office of the Company is located in Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman KY1-1111, Cayman Islands, and its principal place of business is located at Unit 3, 10th Floor, Greenfield Tower, Concordia Plaza, No. 1 Science Museum Road, Kowloon, Hong Kong.

During the Period, the Company and its subsidiaries (collectively, the “**Group**”) were principally engaged in restaurant operations and food productions.

2. Basis of Preparation and Principal Accounting Policies

The unaudited condensed consolidated interim financial information has been prepared in accordance with the applicable disclosure requirements of Appendix D2 to the Rules Governing the Listing of Securities on the Stock Exchange and with Hong Kong Accounting Standard (“**HKAS**”) 34 “Interim financial reporting” issued by the Hong Kong Institute of Certified Public Accountants.

The unaudited condensed consolidated interim financial statements do not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the Group’s annual financial statements for the year ended 31 December 2023.

1. 公司資料

唐宮(中國)控股有限公司(「**本公司**」)根據公司法在開曼群島註冊成立為獲豁免有限公司，其股份於香港聯合交易所有限公司(「**聯交所**」)上市。本公司的註冊辦事處位於Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman KY1-1111, Cayman Islands，而其主要營業地點位於香港九龍科學館道1號康宏廣場南座10樓3室。

於本期間，本公司及其附屬公司(統稱「**本集團**」)主要從事餐廳營運及食品生產。

2. 編製基準及主要會計政策

未經審核簡明綜合中期財務資料已根據由聯交所證券上市規則附錄D2的適用披露規定及由香港會計師公會頒佈之香港會計準則(「**香港會計準則**」)第34號「中期財務報告」編製。

未經審核簡明綜合中期財務報表不包括年度財務報表中所需的所有信息和披露，並應與本集團截至二零二三年十二月三十一日止年度的年度財務報表一併閱讀。



Notes to the Condensed Consolidated Financial Statements 簡明綜合財務報表附註

As at 30 June 2024
於二零二四年六月三十日

2. Basis of Preparation and Principal Accounting Policies (Continued)

The accounting policies and basis of preparation adopted in the preparation of the unaudited condensed consolidated interim financial information are consistent with those of the Group as set out in the Group's annual financial statements for the year ended 31 December 2023, except for the adoption of the following revised Hong Kong Financial Reporting Standards (the "HKFRSs") for the first time for the current period's financial information.

Amendments to HKFRS 16	<i>Lease Liability in a Sale and Leaseback</i>
Amendments to HKAS 1	<i>Classification of Liabilities as Current or Non-current</i> (the "2020 Amendments")
Amendments to HKAS 1	<i>Non-current Liabilities with Covenants</i> (the "2022 Amendments")
Amendments to HKAS 7 and HKFRS 7	<i>Supplier Finance Arrangements</i>

The application of the amendments to HKFRSs in the current period has had no material impact on the Group's financial positions and performance for the current and prior periods and/or on the disclosures set out in these condensed consolidated financial statements.

2. 編製基準及主要會計政策 (續)

於編製未經審核簡明綜合中期財務資料過程中採納之會計政策及編製基準與本集團截至二零二三年十二月三十一日止年度之年度財務報表所載者一致，惟就本期間財務資料首次採納之以下經修訂香港財務報告準則（「香港財務報告準則」）除外。

香港財務報告準則第16號的修訂	售後租回中的租賃負債
香港會計準則第1號的修訂	將負債分類為流動或非流動（「2020年修訂版」）
香港會計準則第1號的修訂	附帶契諾的非流動負債（「2022年修訂版」）
香港會計準則第7號及香港財務報告準則第7號的修訂	供應商融資安排

於本期間應用香港財務報告準則之修訂不會對本集團於本期間及過往期間之財務狀況與表現及／或於該等簡明綜合財務報表所載列之披露造成重大影響。

As at 30 June 2024
於二零二四年六月三十日

3. Operating Segment Information

For management purposes, the Group is organised into business units based on geographical areas and has four reportable operating segments in Northern, Eastern, Southern and Western regions of China.

Management monitors the results of its operating segments separately for the purpose of making decisions about resources allocation and performance assessment. Segment performance is evaluated based on reportable segment profit/loss, which is a measure of adjusted operating profit/loss before tax. The adjusted profit/loss before tax is measured consistently with the Group's profit/loss before tax except that certain interest income, share of losses of joint ventures, change in fair value of a financial asset at fair value through profit or loss, unallocated expenses and finance costs (other than interest on lease liabilities) are excluded from such measurement.

Inter-segment sales and transfers are transacted with reference to the selling prices used for sales made to third parties at the then prevailing market prices.

Information about major customers

During the Period, there was no revenue from customers individually contributing over 10% to the total revenue of the Group.

3. 經營分部資料

就管理而言，本集團按地區組成業務單位，擁有四個可報告經營分部，包括中國北部地區、東部地區、南部地區及西部地區。

管理層獨立監察其經營分部之業績，以作出資源分配及表現評估之決策。分部表現的評估依據為可報告分部溢利／虧損，其為稅前經調整經營溢利／虧損之計量。稅前經調整溢利／虧損與本集團稅前溢利／虧損一致計量，惟有關計量不包括部份利息收入、應佔合營公司虧損、按公平值計入損益的金融資產的公平值變動、未分配開支及融資成本（不包括租賃負債利息）。

分部間銷售及轉讓乃根據當時現行市價，向第三方作出銷售所用之售價進行交易。

主要客戶資料

於本期間，概無來自單一客戶的收入佔本集團總收入10%以上。

Notes to the Condensed Consolidated Financial Statements 簡明綜合財務報表附註

As at 30 June 2024
於二零二四年六月三十日

3. Operating Segment Information (Continued)

Segment information about the business is presented below:

3. 經營分部資料(續)

業務之分部資料呈列如下：

		Northern region 北部地區		Eastern region 東部地區		Southern region 南部地區		Western region 西部地區		Total 總計	
		For the six months ended 30 June 截至六月三十日止六個月									
		2024 二零二四年 RMB'000 人民幣千元 (unaudited) (未經審核)	2023 二零二三年 RMB'000 人民幣千元 (unaudited) (未經審核)	2024 二零二四年 RMB'000 人民幣千元 (unaudited) (未經審核)	2023 二零二三年 RMB'000 人民幣千元 (unaudited) (未經審核)	2024 二零二四年 RMB'000 人民幣千元 (unaudited) (未經審核)	2023 二零二三年 RMB'000 人民幣千元 (unaudited) (未經審核)	2024 二零二四年 RMB'000 人民幣千元 (unaudited) (未經審核)	2023 二零二三年 RMB'000 人民幣千元 (unaudited) (未經審核)	2024 二零二四年 RMB'000 人民幣千元 (unaudited) (未經審核)	2023 二零二三年 RMB'000 人民幣千元 (unaudited) (未經審核)
Segment revenue:	分部收益：										
Sales to external customers	外部客戶銷售	133,431	143,536	189,242	210,072	140,598	159,769	64,038	74,928	527,309	588,305
Inter-segment sales	分部間銷售	—	—	37,418	32,016	—	—	—	—	37,418	32,016
		133,431	143,536	226,660	242,088	140,598	159,769	64,038	74,928	564,727	620,321
Reconciliation:	對賬：										
Elimination of inter-segment sales	分部間銷售對銷									(37,418)	(32,016)
Revenue	收益									527,309	588,305
Segment results	分部業績	14,178	25,264	3,739	23,609	18,400	16,262	4,362	7,593	40,679	72,728
Reconciliation:	對賬：										
Interest income	利息收入									121	108
Share of profits/(losses) of joint ventures	應佔合營公司溢利/(虧損)									205	(2,069)
Unallocated expenses	未分配開支									(32,127)	(24,735)
Finance costs (other than interest on lease liabilities)	融資成本(不包括租賃負債利息)									—	(161)
Profit before tax	稅前溢利									8,878	45,871

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

As at 30 June 2024
於二零二四年六月三十日

3. Operating Segment Information (Continued)

For management purposes, segment revenue and segment results are the two key indicators provided to the Group's chief operating decision maker to make decisions about the resource allocation and to assess performance. No segment assets and liabilities information is presented as, in the opinion of the Directors, such information is not a key indicator provided to the Group's chief operating decision maker.

The Group's revenue is generated from restaurants operations and food productions.

Geographical information

All of the Group's operations, revenue from external customers and most of its non-current assets are located in the People's Republic of China (the "PRC").

4. Revenue and Other Income

Revenue from contracts with customers

(i) Disaggregated revenue information

Set out below is the reconciliation of the revenue from contracts with customers with the amounts disclosed in the segment information:

		Six months ended 30 June 截至六月三十日止六個月	
		2024 二零二四年 RMB'000 人民幣千元 (unaudited) (未經審核)	2023 二零二三年 RMB'000 人民幣千元 (unaudited) (未經審核)
Revenue from contracts with customers	客戶合約收益		
External customers	外部客戶	527,309	588,305
Inter-segment sales	分部間銷售	37,418	32,016
		564,727	620,321
Inter-segment adjustments and eliminations	分部間調整及對銷	(37,418)	(32,016)
Total revenue from contracts with customers	客戶合約收益總額	527,309	588,305

3. 經營分部資料 (續)

就管理而言，分部收益及分部業績為供本集團主要營運決策者作出資源分配及評核分部表現的兩大指標。董事認為，由於分部資產及負債資料並非提供予本集團主要營運決策者之主要指標，因此概無呈報此等資料。

本集團的收益來自餐廳營運及食品生產。

地區資料

本集團所有經營業務、來自外部客戶的收益以及其大部份非流動資產均位於中華人民共和國(「中國」)。

4. 收益及其他收入

客戶合約收益

(i) 分拆收益資料

下表列載客戶合約收益與於分部資料披露的金額的對賬：

Notes to the Condensed Consolidated Financial Statements 簡明綜合財務報表附註

As at 30 June 2024
於二零二四年六月三十日

4. Revenue and Other Income (Continued)

Revenue from contracts with customers (Continued)

(i) Disaggregated revenue information (Continued)

The following table shows the amounts of revenue recognised in the current reporting period that were included in the contract liabilities at the beginning of the reporting period:

4. 收益及其他收入(續)

客戶合約收益(續)

(i) 分拆收益資料(續)

下表顯示於報告期初包含在合同負債中確認為本報告期內的收益金額：

		Six months ended 30 June 截至六月三十日止六個月	
		2024 二零二四年 RMB'000 人民幣千元 (unaudited) (未經審核)	2023 二零二三年 RMB'000 人民幣千元 (unaudited) (未經審核)
Revenue recognised that was included in contract liabilities at the beginning of the reporting period:	於報告期初包含在合同負債中並已確認的收益金額：		
Restaurant operations	餐廳營運	149,419	149,300

Notes to the Condensed Consolidated Financial Statements 簡明綜合財務報表附註

As at 30 June 2024
於二零二四年六月三十日

4. Revenue and Other Income (Continued)

Revenue from contracts with customers (Continued)

(ii) Performance obligations

Information about the Group's performance obligations is summarised below:

Restaurant operations

The performance obligation is satisfied when the catering services have been provided to customers. The Group's trading terms with its customers are mainly on cash, credit card settlement and in connection with bills settled through payment platforms. The credit period is generally less than one month.

4. 收益及其他收入(續)

客戶合約收益(續)

(ii) 履約責任

有關本集團履約責任的資料概述如下：

餐廳營運

履約責任於向客戶提供餐飲服務時完成。本集團與其客戶的交易條款主要為使用現金，信用卡結付及與支付平台上的賬單支付有關。信貸期通常少於一個月。

Six months ended 30 June 截至六月三十日止六個月

		2024 二零二四年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2023 二零二三年 RMB'000 人民幣千元 (Unaudited) (未經審核)
Other income	其他收入		
Bank interest income	銀行利息收入	1,215	1,405
Commission income [#]	佣金收入 [#]	8,781	9,570
Government grants [*]	政府補助 [*]	752	4,868
Others	其他	1,051	1,103
		11,799	16,946

[#] Commission income represents commission received or receivable in respect of sales of tea related products.

^{*} Government grants represent the incentive subsidies received from the Mainland China for the business activities carried out by the Group. There are no specific conditions attached to the grants. There are no unfulfilled condition or contingencies relating to these grants.

[#] 佣金收入指就銷售茶葉相關產品已收或應收之佣金。

^{*} 政府補助指本集團收到來自中國內地對本集團進行的業務活動的獎勵補貼。補助並未附帶特定的條件。沒有與這些補助相關的未履行條件或或有事項。

Notes to the Condensed Consolidated Financial Statements 簡明綜合財務報表附註

As at 30 June 2024
於二零二四年六月三十日

5. Profit Before Tax

The Group's profit before tax has been arrived at after charging:

5. 稅前溢利

本集團稅前溢利已扣除下列各項：

		Six months ended 30 June 截至六月三十日止六個月	
		2024 二零二四年 RMB'000 人民幣千元 (unaudited) (未經審核)	2023 二零二三年 RMB'000 人民幣千元 (unaudited) (未經審核)
Directors' remuneration	董事酬金	8,211	4,156
Other staff costs	其他員工成本	184,160	188,991
Pension scheme contributions	退休金計劃供款	23,738	22,857
Total staff costs	員工成本總額	216,109	216,004
Depreciation of items of property, plant and equipment	物業、廠房及設備項目折舊	17,357	18,019
Depreciation of right-of-use assets	使用權資產折舊	27,325	25,530
Impairment of property, plant and equipment [#]	物業、廠房及設備之減值 [#]	423	—
Advertisement and promotion expenses [#]	廣告及推廣費 [#]	9,304	7,787
Restaurants operating expenses and charges [#]	餐廳營運費用及開支 [#]	20,959	21,106
Sanitation and maintenance expenses [#]	衛生及修理保養費 [#]	9,924	10,556
Travelling, carriage and freight [#]	差旅及運輸費 [#]	3,406	4,124

[#] Items are included in "Other expenses" in the condensed consolidated statement of profit or loss.

[#] 項目計入簡明綜合損益表之「其他開支」中。

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6. Income Tax

Taxes on assessable profits have been calculated at the rates of tax prevailing in the jurisdictions in which the Group operates. The Company's subsidiaries in Mainland China are subject to income tax at the rate of 25% (six months ended 30 June 2023: 25%).

6. 所得稅

應課稅溢利產生的稅項已按照本集團業務所在司法權區適用的稅率計算。本公司在中國內地之附屬公司須按25%之稅率繳納所得稅(截至二零二三年六月三十日止六個月：25%)。

		Six months ended 30 June 截至六月三十日止六個月	
		2024 二零二四年 RMB'000 人民幣千元 (unaudited) (未經審核)	2023 二零二三年 RMB'000 人民幣千元 (unaudited) (未經審核)
Current — PRC	即期 — 中國		
Charge for the period	本期開支	2,867	3,128
Underprovision/(overprovision) in prior periods	前期撥備不足/(超額撥備)	189	(9)
Current — Hong Kong	即期 — 香港		
Charge for the period	本期開支	—	11
PRC withholding tax on dividend income	中國股息收入預扣稅	1,505	1,206
Deferred	遞延	669	(342)
		5,230	3,994

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7. Dividend

7. 股息

	Six months ended 30 June 截至六月三十日止六個月	
	2024 二零二四年 RMB'000 人民幣千元 (unaudited) (未經審核)	2023 二零二三年 RMB'000 人民幣千元 (unaudited) (未經審核)
Interim dividend — Nil (six months ended 30 June 2023: Interim special dividend of HK2.50 cents per ordinary share)		
中期股息 — 無 (截至二零二三年六月三十日止六個月：中期特別股息每股普通股2.50港仙)	—	24,480

On 28 August 2024, after considering the Group's operating and development capital needs, the Board has resolved not to declare any interim dividend for the Period.

於二零二四年八月二十八日，經考慮集團營運及發展資金需求後，董事會議決不就本期間宣派任何中期股息。

8. Earnings Per Share Attributable to Ordinary Equity Holders of the Company

The calculation of the basic earnings per share amount for the Period is based on the profit for the Period of RMB3,379,000 (six months ended 30 June 2023: RMB41,564,000) attributable to ordinary equity holders of the Company and the weighted average number of 1,076,027,500 Shares (six months ended 30 June 2023: 1,076,027,500 Shares) in issue.

The Group had no potentially dilutive Shares in issue during the Period and six months ended 30 June 2023. Accordingly, there was no diluted earnings per share amounts for the Period and six months ended 30 June 2023.

8. 本公司普通股權益持有人應佔之每股盈利

本期間的每股基本盈利乃按本公司普通股權益持有人應佔本期間盈利人民幣3,379,000元(截至二零二三年六月三十日止六個月：人民幣41,564,000元)及已發行股份加權平均數1,076,027,500股(截至二零二三年六月三十日止六個月：1,076,027,500股)計算。

本期間及截至二零二三年六月三十日止六個月，本集團並無任何已發行潛在攤薄股份。因此，本期間及截至二零二三年六月三十日止六個月並無每股攤薄盈利。

Notes to the Condensed Consolidated Financial Statements 簡明綜合財務報表附註

As at 30 June 2024
於二零二四年六月三十日

9. Trade and Other Receivables and Prepayments

The Group's trading terms with its customers are mainly credit card settlement and in connection with bills settled through payment platforms with credit period generally 30 days.

9. 貿易及其他應收款項及預付款項

本集團與其客戶之交易條款主要為信用卡結付及與支付平台上的賬單支付有關，信貸期一般為30日。

		As at 30 June 2024 於二零二四年 六月三十日 RMB'000 人民幣千元 (unaudited) (未經審核)	As at 31 December 2023 於二零二三年 十二月三十一日 RMB'000 人民幣千元 (audited) (經審核)
Trade receivables	貿易應收款項	8,412	13,270
Prepayments	預付款項	24,048	25,301
Deposits and other receivables	按金及其他應收款項	33,609	42,749
		66,069	81,320
Less: Prepayments and deposits classified as non-current assets	減：分類為非流動資產之 預付款項及按金	28,290	41,400
		37,779	39,920

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於二零二四年六月三十日

9. Trade and Other Receivables and Prepayments (Continued)

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

9. 貿易及其他應收款項及預付款項(續)

按發票日期，貿易應收款項於報告期末之賬齡分析(扣除撥備)如下：

		As at 30 June 2024 於二零二四年 六月三十日 RMB'000 人民幣千元 (unaudited) (未經審核)	As at 31 December 2023 於二零二三年 十二月三十一日 RMB'000 人民幣千元 (audited) (經審核)
Trade receivables:	貿易應收款項：		
Within 30 days	30日內	7,988	11,794
31 to 60 days	31至60日	93	342
61 to 90 days	61至90日	36	116
Over 90 days	90日以上	295	1,018
		8,412	13,270



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As at 30 June 2024
於二零二四年六月三十日

10. Trade and Other Payables

10. 貿易及其他應付款項

		As at 30 June 2024 於二零二四年 六月三十日 RMB'000 人民幣千元 (unaudited) (未經審核)	As at 31 December 2023 於二零二三年 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	42,365	52,255
Other payables and accruals	其他應付款項及應計款項	24,137	17,250
Salary and welfare payables	應付薪金及福利	24,369	25,702
Contract liabilities	合同負債	232,858	236,251
		323,729	331,458

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

於報告期末，貿易應付款項的賬齡分析按發票日期呈列如下：

		As at 30 June 2024 於二零二四年 六月三十日 RMB'000 人民幣千元 (unaudited) (未經審核)	As at 31 December 2023 於二零二三年 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：		
Within 30 days	30日內	34,280	41,581
31 to 60 days	31至60日	2,426	2,988
61 to 90 days	61至90日	895	1,356
91 to 180 days	91至180日	1,109	2,482
Over 180 days	180日以上	3,655	3,848
		42,365	52,255

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As at 30 June 2024
於二零二四年六月三十日

11. Related Party Transactions

In addition to the transactions detailed elsewhere in these financial statements, the Group had the following material transactions with related parties during the Period:

11. 關聯方交易

在本期間，除此財務報告其他部份所述交易外，本集團與關聯方進行了下列重大交易：

		Six months ended 30 June 截至六月三十日止六個月	
		2024 二零二四年 RMB'000 人民幣千元 (unaudited) (未經審核)	2023 二零二三年 RMB'000 人民幣千元 (unaudited) (未經審核)
		Notes 附註	
Rental payments to a related company	予一間關連公司之租賃付款	(i)	364 546
Rental payments to a related company	予一間關連公司之租賃付款	(ii)	1,094 1,314
Rental payments to a related party	予一間關連方之租賃付款	(iii)	1,414 1,406

Notes:

- (i) The rental payments were charged by Dongguan Well Excellent Hotel Management Services Co., Ltd. (“**Dongguan Well Excellent**”) at rates agreed between the Group and Dongguan Well Excellent. Mr. Yip, Mr. Chan and Mr. Ku, Directors and shareholders of the Company, are also the directors and shareholders of Dongguan Well Excellent.

During the Period, Dongguan Well Excellent has waived a rental of RMB182,000 for the Group.

- (ii) The rental payments were charged by Meco Group Company Limited (“**Meco Group**”) at rates agreed between the Group and Meco Group. Mr. Yip, Mr. Chan and Mr. Ku, Directors and shareholders of the Company, are also the directors and shareholders of Meco Group.

During the Period, Meco Group has waived a rental of RMB220,000 for the Group.

附註：

- (i) 東莞維華酒店管理服務有限公司（「**東莞維華**」）按本集團與東莞維華同意的租金收取租賃付款。本公司董事及股東葉先生、陳先生及古先生亦為東莞維華的董事及股東。

在本期間，東莞維華向本集團免收租金共人民幣182,000元。

- (ii) 美高集團有限公司（「**美高集團**」）按本集團與美高集團同意的租金收取租賃付款。本公司董事及股東葉先生、陳先生及古先生亦為美高集團的董事及股東。

在本期間，美高集團向本集團免收租金共人民幣220,000元。

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於二零二四年六月三十日

11. Related Party Transactions (Continued)

Notes: (Continued)

- (iii) The rental payments were charged by Mr. Yip and Mr. Yip Ka Fai (the “**Related Landlord**”) at rates agreed between the Group and the Related Landlord. Mr. Yip is the Director and shareholder of the Company, and Mr. Yip Ka Fai is the son of Mr. Yip and thus both of them are related persons of the Company.

12. Fair Value and Fair Value Hierarchy of Financial Instruments

Management has assessed that the fair values of cash and cash equivalents, time deposits, pledged time deposits, trade receivables, trade payables, interest-bearing bank borrowings, deposits and other receivables, other payables and accruals, and balances with related companies and joint ventures approximate to their carrying amounts largely due to the short term maturities of these instruments.

The fair values of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values:

The fair value of the unlisted equity investment designated at fair value through other comprehensive income has been estimated using an asset-based approach based on assumptions that are not supported by observable inputs. The significant unobservable input is the fair values of the underlying assets of the unlisted equity investment. The increase/decrease in this significant unobservable input would increase/decrease in fair value of the unlisted equity investment.

The fair value of financial asset at fair value through profit or loss is estimated by discounting the expected future cash flows using rates currently available for instruments with similar terms, credit risk and remaining maturities. The significant unobservable input is the discount rate. The increase/decrease in this significant unobservable input would decrease/increase in fair value of the financial asset at fair value through profit or loss.

11. 關聯方交易 (續)

附註：(續)

- (iii) 葉先生及葉家輝先生(「**關連業主**」)按本集團與關連業主同意的租金收取租賃付款。葉先生為本公司董事及股東，葉家輝先生為葉先生之兒子，因此彼等均為本公司之關連人士。

12. 金融工具的公平值及公平值層級

管理層已評估，現金及現金等值、定期存款、已抵押定期存款、貿易應收款項、貿易應付款項、計息銀行借貸、按金及其他應收款項、其他應付款項及應計款項，及與關連公司及合營公司的結餘之公平值，與其賬面值相近，主要是由於該等工具於短期內到期。

金融資產及負債的公平值乃按工具可於當前由自願當事人之間進行交易之金額，而非被迫或清盤銷售之金額計值。估計公平值時使用以下方法及假設：

按公平值計入其他全面收益的非上市股本投資的公平值乃使用根據沒有可觀察輸入數據支持的假設的資產基準法估算。非上市股本投資相關資產的公平值是重大不可觀察輸入數據。該重大不可觀察輸入數據的增加／減少將導致非上市股本投資的公平值增加／減少。

按公平值計入損益的金融資產的公平值乃通過使用目前具有相似條款、信用風險和剩餘期限的工具的利率對預期未來現金流量進行折現估算。折現率是重大不可觀察輸入數據。該重大不可觀察輸入數據的增加／減少將導致按以公平值計入損益的金融資產的公平值減少／增加。

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12. Fair Value and Fair Value Hierarchy of Financial Instruments (Continued)

The Directors believe that the estimated fair values based on the above valuation techniques, which are recorded in the condensed consolidated statement of financial position, and the related changes in fair values, which are recorded in statement of profit or loss and other comprehensive income, are reasonable, and that they were the most appropriate values at the end of the reporting period.

Fair value hierarchy

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

Assets measured at fair value:

As at 30 June 2024

12. 金融工具的公平值及公平值層級 (續)

董事認為，簡明綜合財務狀況表中記錄的根據以上估值技術的估計公平值及損益表及其他全面收益表中記錄的相關公平值變動為合理，而且是報告期末最合適的價值。

公平值層級

下表列示本集團金融工具之公平值計量層級：

按公平值計量之資產：

於二零二四年六月三十日

		Fair value measurement using 公平值計量採用以下基準			
		Quoted prices in active markets (Level 1) 於活躍市場 之報價 (第一級) RMB'000 人民幣千元 (unaudited) (未經審核)	Significant observable inputs (Level 2) 重大可觀察 輸入數據 (第二級) RMB'000 人民幣千元 (unaudited) (未經審核)	Significant unobservable inputs (Level 3) 重大不可 觀察輸入數據 (第三級) RMB'000 人民幣千元 (unaudited) (未經審核)	Total 總計 RMB'000 人民幣千元 (unaudited) (未經審核)
Financial asset at fair value through other comprehensive income	按公平值計入其他全面收益的金融資產	—	—	24,274	24,274
Financial asset at fair value through profit or loss	按公平值計入損益的金融資產	—	—	24,409	24,409



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於二零二四年六月三十日

12. Fair Value and Fair Value Hierarchy of Financial Instruments *(Continued)*

Fair value hierarchy *(Continued)*

As at 31 December 2023

12. 金融工具的公平值及公平值層級 *(續)*

公平值層級 *(續)*

於二零二三年十二月三十一日

		Fair value measurement using 公平值計量採用以下基準			
		Quoted prices in active markets (Level 1) 於活躍市場 之報價 (第一級) RMB'000 人民幣千元 (unaudited) (未經審核)	Significant observable inputs (Level 2) 重大可觀察 輸入數據 (第二級) RMB'000 人民幣千元 (unaudited) (未經審核)	Significant unobservable inputs (Level 3) 重大不可 觀察輸入數據 (第三級) RMB'000 人民幣千元 (unaudited) (未經審核)	Total 總計 RMB'000 人民幣千元 (unaudited) (未經審核)
Financial asset at fair value through other comprehensive income	按公平值計入其他全面收益的金融資產	—	—	24,274	24,274
Financial asset at fair value through profit or loss	按公平值計入損益的金融資產	—	—	26,209	26,209

Notes to the Condensed Consolidated Financial Statements 簡明綜合財務報表附註

As at 30 June 2024
於二零二四年六月三十日

12. Fair Value and Fair Value Hierarchy of Financial Instruments (Continued)

Fair value hierarchy (Continued)

The movements in fair value measurements within Level 3 during the Period are as follows:

		2024 二零二四年 RMB'000 人民幣千元 (unaudited) (未經審核)	2023 二零二三年 RMB'000 人民幣千元 (unaudited) (未經審核)
Debt investment at fair value through profit or loss — unlisted:	按公平值計入損益的債務投資—非上市：		
At 1 January	於一月一日	26,209	26,664
Total gain recognised in statement of profit or loss	計入損益表的收益總額	—	—
Settlements	結算	(1,800)	(1,335)
Exchange realignment	匯兌調整	—	267
At 30 June	於六月三十日	24,409	25,596

Liabilities measured at fair value:

The Group did not have any financial liabilities measured at fair value as at 30 June 2024 and 31 December 2023.

During the Period, there were no transfers of fair value measurements between Level 1 and Level 2 and no transfers into or out of Level 3 for both financial assets and financial liabilities (six months ended 30 June 2023: Nil).

12. 金融工具的公平值及公平值層級(續)

公平值層級(續)

本期間，第三級公平值計量變動如下：

		2024 二零二四年 RMB'000 人民幣千元 (unaudited) (未經審核)	2023 二零二三年 RMB'000 人民幣千元 (unaudited) (未經審核)
Debt investment at fair value through profit or loss — unlisted:	按公平值計入損益的債務投資—非上市：		
At 1 January	於一月一日	26,209	26,664
Total gain recognised in statement of profit or loss	計入損益表的收益總額	—	—
Settlements	結算	(1,800)	(1,335)
Exchange realignment	匯兌調整	—	267
At 30 June	於六月三十日	24,409	25,596

按公平值計量之負債：

於二零二四年六月三十日及二零二三年十二月三十一日，本集團並無任何按公平值計量之金融負債。

本期間，公平值計量於第一級與第二級之間均無轉撥以及金融資產及金融負債並無第三級轉入或轉出(截至二零二三年六月三十日止六個月：無)。

Abbreviation 簡稱	Definition 釋義
Audit Committee 審核委員會	audit committee of the Company established on 25 March 2011 with written terms of reference (as amended and supplemented) 本公司於二零一一年三月二十五日成立之審核委員會，其設有書面職權範圍（經修訂及補充）
Board 董事會	board of directors of Tang Palace (China) Holdings Limited 唐宮(中國)控股有限公司董事會
Company 本公司	Tang Palace (China) Holdings Limited 唐宮(中國)控股有限公司
Corporate Governance Code 企業管治守則	Corporate Governance Code as set out in Appendix C1 of the Listing Rules 上市規則附錄C1所載之企業管治守則
Director(s) 董事	director(s) of the Company 本公司董事
Dongguan Well Excellent 東莞維華	Dongguan Well Excellent Hotel Management Services Co., Ltd., a company established in the PRC with limited liability on 27 October 2006 and wholly owned by HK Well Excellent 東莞維華酒店管理服務有限公司，一家於二零零六年十月二十七日在中國成立的有限公司，由香港維華全資擁有
Group 本集團	The Company together with its subsidiaries 本公司及其附屬公司
HK Well Excellent 香港維華	Well Excellent Development Limited, an investment holding company incorporated in Hong Kong with limited liability and owned as to 50% by Mr. Chan Man Wai, 35% by Mr. Yip Shu Ming, 15% by Mr. Ku Hok Chiu 維華發展有限公司，一家於香港註冊成立的有限投資控股公司，由陳文偉先生、葉樹明先生及古學超先生分別擁有50%、35%及15%
Listing Rules 上市規則	Rules Governing the Listing of Securities on the Stock Exchange 聯交所證券上市規則
Meco Group 美高集團	Meco Group Company Limited, a company incorporated in Hong Kong with limited liability on 14 July 1992 and owned as to 50% by Mr. Chan Man Wai, 35% by Mr. Yip Shu Ming and 15% by Mr. Ku Hok Chiu 美高集團有限公司，一家於一九九二年七月十四日在香港註冊成立的有限公司，由陳文偉先生、葉樹明先生及古學超先生分別擁有50%、35%及15%

Glossary 詞彙

Abbreviation 簡稱	Definition 釋義
Model Code 標準守則	Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix C3 to the Listing Rules 上市規則附錄C3所載上市發行人董事進行證券交易的標準守則
Nomination Committee 提名委員會	nomination committee of the Company established on 25 March 2011 with written terms of reference 本公司於二零一一年三月二十五日成立之提名委員會，其設有書面職權範圍
Period 期間	1 January 2024 to 30 June 2024 二零二四年一月一日至二零二四年六月三十日
PRC 中國	People's Republic of China 中華人民共和國
Remuneration Committee 薪酬委員會	remuneration committee of the Company established on 25 March 2011 with written terms of reference 本公司於二零一一年三月二十五日成立之薪酬委員會，其設有書面職權範圍
SFO 證券及期貨條例	Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time 香港法例第571章證券及期貨條例(經不時修訂、補充或以其他方式修改)
Share(s) 股份	ordinary share(s) of HK\$0.05 each in the share capital of the Company (or of such other nominal amount as shall result from a sub-division, consolidation, reclassification or reconstruction of the share capital of the Company from time to time) 本公司股本中每股面值0.05港元普通股(或本公司不時因分拆、合併、重新分類或重組股本而產生之該等其他面值)
Share Award Scheme 股份獎勵計劃	share award scheme adopted by the Company on 1 April 2021 本公司於二零二一年四月一日採納之股份獎勵計劃
Stock Exchange 聯交所	The Stock Exchange of Hong Kong Limited 香港聯合交易所有限公司



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