



Join-Share 中盈盛达

共创 共享 共成长

Guangdong Join-Share Financing Guarantee Investment Co., Ltd.*
廣東中盈盛達融資擔保投資股份有限公司

(A joint stock limited liability company incorporated in the People's Republic of China)
(於中華人民共和國註冊成立的股份有限公司)
Stock Code 股份代號: 1543

Interim Report 2023 中期報告



* For identification purpose only 僅供識別



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CORPORATE INFORMATION

公司資料

EXECUTIVE DIRECTOR

Mr. Wu Liejin
(Chairman of the board of directors and president)

NON-EXECUTIVE DIRECTORS

Mr. Zhang Minming
Mr. Li Shenhua
Mr. Luo Zhenqing
Mr. Zhao Wei
Mr. Ou Weiming

INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Wu Xiangneng
Mr. Leung Hon Man
Mr. Wang Bo

SUPERVISORS

Mr. Li Qi (Chairman)
Ms. Li Wanmin
Mr. Chen Xin
Mr. Zhong Jian
Mr. Huang Shaoxiong
Ms. Huang Yuzhen

AUDIT COMMITTEE

Mr. Wu Xiangneng (Chairman)
Mr. Leung Hon Man
Mr. Wang Bo
Mr. Li Shen Hua
Mr. Luo Zhenqing

REMUNERATION AND APPRAISAL COMMITTEE

Mr. Leung Hon Man (Chairman)
Mr. Luo Zhenqing
Mr. Ou Weiming
Mr. Wu Xiangneng
Mr. Wang Bo

執行董事

吳列進先生
(董事會主席兼總裁)

非執行董事

張敏明先生
李深華先生
羅振清先生
趙偉先生
歐偉明先生

獨立非執行董事

吳向能先生
梁漢文先生
王波先生

監事

李琦先生(主席)
李婉敏女士
陳新先生
鍾堅先生
黃少雄先生
黃瑜珍女士

審計委員會

吳向能先生(主席)
梁漢文先生
王波先生
李深華先生
羅振清先生

薪酬與考核委員會

梁漢文先生(主席)
羅振清先生
歐偉明先生
吳向能先生
王波先生

NOMINATION COMMITTEE

Mr. Wu Liejin (*Chairman*)
Mr. Zhao Wei
Mr. Wu Xiangneng
Mr. Leung Hon Man
Mr. Wang Bo

RISK MANAGEMENT COMMITTEE

Mr. Zhang Minming (*Chairman*)
Mr. Wu Liejin
Mr. Li Shen Hua
Mr. Wu Xiangneng
Mr. Wang Bo

STRATEGY COMMITTEE

Mr. Wu Liejin (*Chairman*)
Mr. Zhang Minming
Mr. Zhao Wei
Mr. Ou Weiming
Mr. Wang Bo

JOINT COMPANY SECRETARIES

Mr. Lau Kwok Yin
Mr. Ou Weiming

AUTHORISED REPRESENTATIVES

Mr. Wu Liejin
Mr. Lau Kwok Yin

REGISTERED OFFICE

Room 4101-4110
Block 1, Join-Share International Financing Center
No. 31 Fuhua Road, Dongping Community
Lecong Town, Shunde District
Foshan, Guangdong Province
the PRC

PRINCIPAL PLACE OF BUSINESS IN HONG KONG

40th Floor, Dah Sing Financial Centre
No. 248 Queen's Road East
Wanchai
Hong Kong, PRC

提名委員會

吳列進先生(主席)
趙偉先生
吳向能先生
梁漢文先生
王波先生

風險管理委員會

張敏明先生(主席)
吳列進先生
李深華先生
吳向能先生
王波先生

戰略委員會

吳列進先生(主席)
張敏明先生
趙偉先生
歐偉明先生
王波先生

聯席公司秘書

劉國賢先生
歐偉明先生

授權代表

吳列進先生
劉國賢先生

註冊辦事處

中國
廣東省佛山市
順德區
樂從鎮東平社區富華路31號
中盈盛達國際金融中心
1棟4101室-4110室

香港主要營業地點

中國香港
灣仔
皇后大道東248號
大新金融中心40樓

PRINCIPAL PLACE OF BUSINESS IN PRC

Room 4101-4110
Block 1, Join-Share International Financing Center
No. 31 Fuhua Road, Dongping Community
Lecong Town, Shunde District
Foshan, Guangdong Province
the PRC

H SHARE REGISTRAR

Computershare Hong Kong Investor Services Limited
Shops 1712-1716, 17th Floor
Hopewell Centre
183 Queen's Road East
Wanchai
Hong Kong

PRINCIPAL BANKERS

Bank of China Limited
Foshan Branch
No. 2, Renmin West Road, Zhangcha Street
Chancheng District
Foshan, Guangdong Province
the PRC

Bank of Communications Co., Ltd.
Guangdong Branch
No. 11 Xiancun Road
Zhujiang New Town
Guangzhou, Guangdong Province
The PRC

LEGAL ADVISERS AS TO HONG KONG LAW

King & Wood Mallesons

AUDITOR

KPMG
Certified Public Accountants
Public Interest Entity Auditor registered in accordance with
the Financial Reporting Council Ordinance

COMPANY'S WEBSITE

www.join-share.com

STOCK CODE

1543

中國總辦事處

中國
廣東省佛山市
順德區樂從鎮
東平社區富華路31號
中盈盛達國際金融中心
1棟4101室-4110室

H股證券登記處

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

主要往來銀行

中國銀行股份有限公司
佛山分行
中國
廣東省佛山市
禪城區
張槎街道人民西路2號

交通銀行股份有限公司
廣東省分行
中國
廣東省廣州市
珠江新城
冼村路11號

香港法律顧問

金杜律師事務所

核數師

畢馬威會計師事務所
註冊會計師
於《財務彙報局條例》下的註冊
公眾利益實體核數師

公司網站

www.join-share.com

股份代號

1543

OVERVIEW

In the first half of 2023, despite increasing uncertainties in the global economy, pressure on the domestic economy and an increasing complex and severe external environment, the Chinese government adhered to the general principle of seeking progress while maintaining stability, effectively responded to challenges from all sides, and coordinated Chinese economic and social development. Market demand has gradually recovered, production and supply have continued to increase, employment and prices have remained stable on the whole, residents' income has steadily increased, and the overall economic performance has improved. According to the data from the National Bureau of Statistics, China's Gross Domestic Products ("GDP") reached RMB59.3034 trillion in the first half of 2023, representing a year-on-year increase of 5.5% at constant prices, which demonstrated the overall economy recovery trend. On a quarterly basis, GDP in the first quarter increased by 4.5% quarter-on-quarter. China's GDP reached RMB30.8038 trillion in the second quarter, representing a quarter-on-quarter increase of 6.3% at constant prices. The added value of the three industries accounted for 6.1%, 39.8% and 54.0% of GDP, respectively, which was similar to the average proportion in the second quarter of 2017-2019, and basically recovered to the level of the same period before the pandemic. In terms of consumption expenditure, the economic growth driven by the final consumption expenditure was 4.2 percentage points in the first half of 2023. The scale of investment also maintained growth. With the accelerating construction of major projects and effective policy-oriented development financial instruments, effective investment continued to expand, providing important support for stable growth. Gross capital formation drove the economic growth to increase by 1.8 percentage points in the first half of 2023.

As policies and measures of promoting economic recovery continued to take effect, China's economy has generally maintained a recovery trend, and the development index of small and medium-sized enterprises has shown a rebounding trend. In June 2023, the Small and Medium Enterprises Development Index (SMEDI) was 89.1, ending a decline trend of three consecutive months and higher than the level in the same period in 2022. Guangdong Join-share Financing Guarantee Investment Co., Ltd.* (the "Company", together with its subsidiaries, the "Group") has been continuously committed to exploring innovative financial service mechanisms and practices, giving full play to its professional business advantages and insisting on serving SMEs.

概覽

2023年上半年，儘管全球經濟的不確定性因素增加，國內經濟面臨壓力，外部環境日趨複雜和嚴峻，但是中國政府堅持穩中求進工作總基調，有效應對了來自各方面的挑戰，統籌中國經濟社會發展，市場需求逐步恢復，生產供給持續增加，就業物價總體穩定，居民收入平穩增長，經濟運行整體回升向好。國家統計局數據顯示，上半年，中國國內生產總值（「GDP」）為人民幣59,303.4億元，按不變價格計算，同比增長5.5%，經濟總體呈現復蘇態勢。分季度看，一季度GDP同比增長4.5%，二季度國內GDP為人民幣30,803.8億元，按不變價格計算，同比增長6.3%，三次產業增加值佔GDP的比重分別為6.1%、39.8%和54.0%，與2017-2019年二季度平均佔比相當，基本恢復至疫情前同期水平。消費支出方面，上半年，最終消費支出拉動經濟增長4.2個百分點。投資規模方面亦保持增長，隨著重大項目建設加快推進，政策性開發性金融工具發力顯效，有效投資規模持續擴大，為穩增長提供重要支撐，上半年，資本形成總額拉動經濟增長1.8個百分點。

隨著推動經濟回暖趨好的政策措施持續發生效，中國經濟總體保持恢復態勢，中小企業發展指數止跌回升。2023年6月，中小企業發展指數(SMEDI)為89.1，結束連續3個月下降態勢，高於2022年同期水平。廣東中盈盛達融資擔保投資股份有限公司（「本公司」，連同其子公司統稱「本集團」）始終致力於探索創新金融服務機制與實踐路徑，充分發揮自身專業化業務優勢，堅持服務中小微企業。

In April 2020, in accordance with the Regulation on the Supervision and Administration of Financing Guarantee Companies (Order No. 683 of the State Council) and the Administrative Measures for Business License of Financing Guarantee Business 《融資擔保業務經營授權管理辦法》(No. 1 [2018] of the China Banking and Insurance Regulatory Commission), the Group has complied with industry regulatory requirements in terms of its various business indicators and obtained the business license of financing guarantee business approved and renewed by Guangdong Financial Supervisory Authority. At 30 December 2022, Guangdong Zhongying Shengda Finance Guarantee Company Limited, a subsidiary of the Company, also obtained the business license of financing guarantee business approved by Guangdong Financial Supervisory Authority. Protecting market entities is crucial to the stabilisation of livelihoods and economies. The small and medium sized and microenterprises (“SMEs”), as important market entities, are the backbone to stabilise economic development, promote employment and secure livelihood. After years of development, the Group has grown into a creditworthy, industry-driven, financially-driven systematic investment and financing service platform for SMEs based in Guangdong and radiating across the country. The Group has a unique management model in the domestic financing guarantee industry, which provides liquidity to enterprises through establishing supply chain companies to cooperate with banks, so as to accurately address the problems faced by the SMEs.

Mr. Wu Liejin, the chairman of the board (the “**Board**”) of directors (the “**Directors**”) of the Company (the “**Chairman**”) and the president of the Group (the “**President**”), expressed that 2023 is the 20th anniversary of the founding of Join-Share, the first year of top-level structural adjustment, and a critical year for the Group to achieve high-quality development. High-quality development is the result of hard work. The Group will actively implement the spirit of the provincial high-quality development conference, take “be steady, accurate and quick” as the working guideline, insist on stability while pursuing progress, put risk in the first place, guard the bottom line and red line, find the right orientation, identify the right target, make precise efforts, and strive for implementation under the premise of stability and accuracy.

於2020年4月，根據《融資擔保公司監督管理條例》(國務院令第683號)及《融資擔保業務經營授權管理辦法》(銀保監發[2018]1號)等相關規定，本集團的各項經營指標均符合行業監管要求，成功獲得廣東省地方金融監督管理局批准換發的融資擔保業務經營許可證。本集團旗下子公司廣東中盈盛達融資擔保有限公司亦取得廣東省地方金融監督管理局於2022年12月30日核發的《融資擔保業務經營許可證》。保住市場主體是穩定民生經濟的重中之重，中小微企業(「**中小微企業**」)作為重要的市場主體，是穩定經濟增長、促進就業和保障民生的核心力量。經過多年發展，本集團已成長為一家以信用為基礎、以產業為依托、以金融為驅動，立足廣東、輻射全國的中小微企業系統化投融資服務平台，擁有一套在全國融資擔保行業獨具特色的管理模式，通過成立供應鏈公司與銀行聯手，為企業補充流動資金，精準解決中小微企業面臨的問題。

本公司董事(「**董事**」)會(「**董事會**」)董事長(「**董事長**」)兼本集團總裁(「**總裁**」)吳列進先生表示，2023年是中盈盛達成立20週年、頂層架構調整元年，更是集團實現高質量發展的關鍵一年。高質量發展是奮鬥出來的、拼出來的，本集團將積極貫徹落實全省高質量發展大會精神，以「穩、準、快」為工作思路，堅持穩字當頭，穩中求進，把風險放在首位，守住底線、紅線，找準方位、認準目標，精準發力，並在穩、準的前提下爭分奪秒地抓落實。

BUSINESS REVIEW

The business of the Group mainly consists of two segments, namely the guarantee business and the SMEs lendings.

Guarantee Business

The Group provides guarantees on behalf of SMEs and individual business proprietors to guarantee their repayment of loans or performance of their contractual obligations. Among which, regarding the financing guarantee business, the Group and the creditors such as banking financial institutions agree that, in case that the warrantee fails to perform its financing debts owed to the creditors, the Group as guarantor shall bear the guarantee liabilities as agreed in the agreement in accordance with laws. The Group mainly provides the following products and services:

Financing guarantee 融資擔保	Non-financing guarantee 非融資擔保
Indirect financing guarantee 間接融資擔保	Litigation preservation guarantee 訴訟保全擔保
Direct financing guarantee 直接融資擔保	Engineering guarantee letters and other performance guarantee letters 工程保函及其他履約保函

As at 30 June 2023, the Group's total outstanding guarantee was approximately RMB11,147.89 million (31 December 2022: RMB10,208.36 million). For the six months ended 30 June 2023, the net guarantee fee income was approximately RMB105.88 million, which remains relatively stable as compared to approximately RMB88.73 million for the six months ended 30 June 2022.

業務回顧

本集團的業務主要包括兩個分部，分別為擔保業務及中小微企業貸款。

擔保業務

本集團向中小微企業及個體工商戶提供擔保，對彼等償付貸款或履行彼等的合約責任進行擔保。當中，就融資擔保業務，本集團與銀行業金融機構等債權人約定，當被擔保人不履行對債權人負有的融資性債務時，由本集團(作為擔保人)依法承擔合同約定的擔保責任。本集團主要提供以下產品及服務：

於2023年6月30日，本集團未償還擔保淨餘額為約人民幣11,147.89百萬元(2022年12月31日：人民幣10,208.36百萬元)。截至2023年6月30日止六個月，擔保費收入淨額為約人民幣105.88百萬元與2022年6月30日止六個月的約人民幣88.73百萬元相比，保持相對穩定。

SMEs Lendings

The Group provides loans and advances to customers comprising entrusted loans and micro-lending.

- (a) **Entrusted loan business.** The Group, operated through the Company, deposits its own funds into intermediary banks, which on-lend the funds to ultimate borrowers selected by the Group and charges fixed interest rate. The Group usually provides entrusted loans of relatively large amount ranging from approximately RMB1.00 million to approximately RMB35.00 million through banks, and is not subject to geographical restriction. According to Regulations on the Supervision and Administration of Financing Guarantee Companies promulgated by the State Council of the PRC, financing guarantee companies shall not run self-operated loans or entrusted loans, and hence the Company adopted the business model of lending loans through entrusting banks qualified to operate loan businesses. During the course of entrusted loan business of the Company, related entities including the Company, the bank and the borrowers agree on their respective rights and obligations by way of contract. The Company is in charge of the provision of entrusted loan fund, receipt of entrusted loan interests from borrowers and bearing the credit risks, while the bank is responsible for charging for commission expenses, lending entrusted loans, assisting on the supervision on the usage and recovery of the loans without bearing the credit risks. For the six months ended 30 June 2023, the monthly fixed interest rate charged by the Group for entrusted loans ranged from 1.2% (inclusive) to 1.8% (inclusive) (for the six months ended 30 June 2022: from 0.5% to 1.8%), which was determined by the negotiation with the borrowers according to the borrowers' creditworthiness, loan amount, loan term, type of guarantee and others. As at 30 June 2023, the balance of the Group's entrusted loans was approximately RMB397.70 million (31 December 2022: RMB231.42 million).

中小微企業貸款業務

本集團向客戶提供貸款及墊款，包括委託貸款及小額貸款。

- (a) **委託貸款業務。**本集團(透過本公司營運)將資金存入中介銀行，再由中介銀行將有關款項轉借予本集團挑選的最終借款人並向其收取固定利息。本集團通過銀行提供相對大額的委託貸款，通常介乎約人民幣1.00百萬元至約人民幣35.00百萬元不等，且不受地區限制。根據中國國務院頒佈的《融資擔保公司監督管理條例》規定，融資擔保公司不得自營貸款或者受託貸款，因此本公司採用委託具備經營貸款業務資格的銀行代為發放貸款的業務形式。在本公司的委託貸款業務中，本公司、銀行及借款人等相關主體通過合同約定各方權利義務。本公司提供委託貸款資金，向借款人收取委託貸款利息，承擔貸款風險；銀行收取代理手續費，代為發放委託貸款，協助監督貸款使用及收回，不承擔貸款風險。於截至2023年6月30日止六個月，本集團就委託貸款所收取的月化固定利率區間為1.2%(含)至1.8%(含)(於截至2022年6月30日止六個月：自0.5%至1.8%)，乃根據借款人徵信情況、借款金額、借款期限、擔保方式等與借款人協商確定所收取的利率。於2023年6月30日，本集團的委託貸款餘額約為人民幣397.70百萬元(2022年12月31日：人民幣231.42百萬元)。

The top five customers of such business in terms of remaining balance represent approximately 38.73% of the total remaining balance of entrusted loans as at 30 June 2023 and their respective terms were as follows:

該業務五大客戶的貸款餘額佔於2023年6月30日總委託貸款餘額約38.73%，其各自的條款如下：

Borrower	Cooperative institutions	Loan amount	Loan balance as at 30 June 2023	Loan interest rate	Loan term	Type of guarantee
借款人	合作機構	貸款金額 (RMB'000) (人民幣千元)	貸款餘額 (RMB'000) (人民幣千元)	貸款利率 (month, %) (月, %)	貸款期限	擔保類型
Company A	Bank a	35,000	30,750	1.8	17 October 2014– 17 January 2015	Collateral guarantee
公司A	銀行a				2014年10月17日– 2015年01月17日	抵質押擔保
Company B	Bank a	31,790	31,270	1.6	8 July 2015– 8 January 2016	Collateral guarantee
公司B	銀行a				2015年07月08日– 2016年01月08日	抵質押擔保
Company C	Bank a	33,000	33,000	1.2	25 April 2023– 22 October 2023	Equity pledge
公司C	銀行a				2023年04月25日– 2023年10月22日	股權質押擔保
Company D	Bank b	30,000	30,000	1.2	6 February 2023– 5 August 2023	Credit guarantee
公司D	銀行b				2023年02月06日– 2023年08月05日	信用擔保
Company E	Bank c	29,000	29,000	1.45	8 December 2015– 8 December 2016	Credit guarantee
公司E	銀行c				2015年12月08日– 2016年12月08日	信用擔保
Total 總計		158,790	154,020			

- (b) **Micro-lending business.** The Group, operated through Foshan Chancheng Join-Share Micro Credit Co., Ltd.* (“**Foshan Micro Credit**”), provides advances to SMEs, individual business proprietors and individuals in Foshan and charges fixed interest rate. According to relevant regulations, micro-lending business refers to lending business operated by micro-lending companies established subject to the approval from relevant government authorities. Lending business conducted by micro-lending companies must follow the principle of “small loans, and decentralised resource distribution”. The amount of loans and repayment term must be determined with reference to factors such as the income, overall liabilities, asset position and actual demand of the borrowers to ensure the repayment amount may not exceed the borrowers’ repayment capacity. The Group operates micro-lending business through its subsidiary Foshan Micro Credit, a limited liability company operating micro-lending business under the approval of the Guangdong Financial Supervisory Authority. Due to regulatory limits, the amount of micro-lending that the Group may provide is up to RMB15.00 million. For the six months ended 30 June 2023, the monthly fixed interest rate charged by the Group for micro-lending ranged from 0.55% (inclusive) to 1.8% (inclusive) (for the six months ended 30 June 2022: 0.65% (inclusive) to 1.7% (inclusive)), which was determined by the negotiation with the borrowers according to the borrowers’ creditworthiness, loan amount, loan term, type of guarantee and others. As at 30 June 2023, the balance of the Group’s micro-lending was approximately RMB538.57 million (31 December 2022: RMB550.74 million). The top five customers of such business
- (b) **小額貸款業務。**本集團(透過佛山禪城中盈盛達小額貸款有限公司(「**佛山小額貸款**」)運營)向佛山地區內的中小微企業、個體工商戶及個人提供墊款並向其收取固定利息。根據有關規定，小額貸款業務是指經相關政府部門批准設立的小額貸款公司經營的發放貸款業務。小額貸款公司發放貸款應遵循小額、分散的原則，根據借款人收入水平、總體負債、資產狀況、實際需求等因素，合理確定貸款金額和期限，使借款人還款額不超過其還款能力。本集團透過子公司佛山小額貸款經營小額貸款業務，而佛山小額貸款是經廣東省地方金融監督管理局批准設立並經營小額貸款業務的有限公司。受限於法規要求，本集團可以提供最高金額達人民幣15.00百萬元的小額貸款。於截至2023年6月30日止六個月，本集團就小額貸款所收取的月化固定利率為0.55%(含)至1.8%(含)(於截至2022年6月30日止六個月：自0.65%(含)至1.7%(含))，為根據借款人的徵信情況、借款金額、借款期限、擔保方式等與借款人協商確定所收取的利率。於2023年6月30日，本集團小額貸款餘額約為人民幣538.57百萬元(2022年12月31日：人民幣550.74百萬

in terms of remaining balance represent approximately 12.33% of remaining balance of total micro-lending as at 30 June 2023 and their respective terms were as follows:

元)。該業務五大客戶的貸款餘額佔於2023年6月30日總小額貸款餘額約12.33%，其各自的條款如下：

Borrower	Loan amount	Loan balance as at 30 June 2023	Loan interest rate	Loan term	Type of guarantee
借款人	貸款金額 (RMB'000) (人民幣千元)	截至2023年6月30日的 貸款餘額 (RMB'000) (人民幣千元)	貸款利率 (month, %) (月, %)	貸款期限	擔保類型
Company A 公司A	15,000	15,000	1.6	19 June 2023– 18 October 2023 2023年06月19日– 2023年10月18日	Pledge guarantee 抵押擔保
Individual B 自然人B	15,000	13,600	1	26 December 2022– 25 December 2023 2022年12月26日– 2023年12月25日	Pledge guarantee 抵押擔保
Individual C 自然人C	13,000	13,000	1.8	26 June 2023– 25 August 2023 2023年06月26日– 2023年08月25日	Credit guarantee 信用擔保
Individual D 自然人D	13,000	12,980	1.6	16 December 2022– 15 November 2023 2022年12月16日– 2023年11月15日	Pledge guarantee 抵押擔保
Individual E 自然人E	12,050	11,850	1.45	28 May 2023– 27 May 2025 2023年5月28日– 2025年5月27日	Pledge guarantee 抵押擔保
Total 總計	68,050	66,430			

For the six months ended 30 June 2023, the Group's net interest income was approximately RMB43.32 million, representing a decrease of approximately 21.45% as compared to approximately RMB55.15 million for the six months ended 30 June 2022.

截至2023年6月30日止六個月，本集團的利息收入淨額為約人民幣43.32百萬元與截至2022年6月30日止六個月約人民幣55.15百萬元相比，減少約21.45%。

Internal Control

The Group had put in place the following internal control policy and procedures to manage the risks of its businesses:

- (1) For its **guarantee business**:
 - (a) For financing guarantee business, upon receiving approval, the business department will arrange for the execution of the transaction documents with the customers and the guarantors. If any registrable collateral is provided, the Company will register its security interest in such collateral with the relevant governmental authorities first. The risk control department inspects the contract execution, the implementation of counter-guarantee measures and supplemental matters under the requirements of the approval documents. Once these steps are completed, the Company's letter of guarantee becomes effective or the bank will be notified to release the loans to the borrowers.

The Company's post-transaction inspection procedures are launched upon engaging in the guarantee business. Through its post-transaction inspection procedures, the Company aims to identify any potential repayment difficulties of its customers ahead of the guarantee due date and to take appropriate precautionary measures. The project manager, as the project supervisor, visits customers regularly to understand the customers' profile in all aspects, including daily production or operation, financial status, credit, actual use of proceeds, changes in the counter-guarantee measures, changes in the condition or value of collateral, and any other material advance change on the borrowers, their ultimate beneficial owners or counter-guarantors. He/she will also enquire online public information of the guarantee customers through third party service providers to obtain public monitoring data.

內部控制

本集團已實施以下內部控制政策及程序以管理其業務風險：

- (1) **擔保業務**方面：
 - (a) 對於融資擔保業務，業務獲批准後，業務部門會安排與客戶及擔保人簽立交易文件。如提供任何可登記抵押品，本公司會先向有關政府機關登記有關抵押品的擔保權益。風控部門按審批決策文件要求檢查合同簽署、反擔保措施及補充事項等落實情況。一旦有關步驟完成，本公司的擔保函生效或通知銀行向借貸人放款。

本公司事後管理程序在擔保業務發生後啟動，通過事後管理程序，旨在擔保到期前判別出客戶有否任何潛在的還款困難，並於合適時採取預防措施。項目經理作為項目監管人定期回訪客戶，瞭解客戶各方面的狀況，包括日常生產或營運情況、財務狀況、信貸狀況、貸款實際用途、反擔保措施的變動、抵押品狀況或價值的變動，以及借款人、實際控制人、或反擔保人的任何重大不利變化，通過第三方服務商查詢擔保客戶網上公開信息及獲取輿情監測數據。

- (b) The Company has established certain measures and procedures in order to monitor the quality of its customers and assets in respect of its financing guarantee business, which include regular post-transaction supervision, special post-transaction supervision, risk screening, procedures for storing collateral and classification of risk profiles, and the relevant details are set out below:
- (i) Regular post-transaction supervision. The project supervisor regularly monitors and assesses the project conditions and risk conditions, predicts and evaluates risks according to the supervision plan, and reports to relevant departments. The Company conducts such supervision once every half month, every month, every two months, every three months or every six months depending on the risk profile of the project.
- (ii) Special post-transaction supervision. A special post-transaction supervisor, in addition to the project supervisor, will be introduced for post-transaction supervision when necessary, generally for: (1) projects with certain operational risks; (2) the first time guarantee projects; (3) projects with high cumulative balance of guarantee liabilities; or (4) projects with certain industry risks. The special post-transaction supervisor is generally the Company's risk control manager, an officer responsible for collection and recovery, or the head of the business department or the risk control department. The Company conducts a special post-transaction supervision every month.
- (b) 本公司就融資擔保業務設有若干措施及程序以監管公司的客戶及其資產，其中包括定期保後監管、特別保後監管、風險評估、存放抵押品程序及風險狀況分類，相關細節如下：
- (i) 定期保後監管。項目監管人定期監管及評估項目狀況及風險狀況，按照監管計劃預測及評估風險狀況，並向相關部門匯報。根據業務風險程度每半個月、一個月、兩個月、三個月或六個月進行一次監管。
- (ii) 特別保後監管。除項目監管人外，特別保後監管人會在有需要時進行保後監管，一般包括：(1)具有若干營運風險的項目；(2)首次擔保項目；(3)累計擔保責任餘額高的項目；(4)具有若干行業風險的項目。特別保後監管人通常包括本公司的風控經理、資產保全部保全經理、業務部門或風控部門主管等。按每一個月進行一次監管安排。

- (iii) Risk screening. According to the macro-economy and the change in market environment, the Company formulates business guidelines and opinion on risks by classification of industry from time to time with an aim to promote healthy business development and risk control. The Company conducts risk screening by adopting stricter, higher standard and more specific risk supervision or special risk investigation on companies that are in industries with greater risks or easily affected by the macro economy, or the projects for which material counter-guarantee is in abnormal condition. The risk management department and the business department develop project due date guidance based on the customers' performance and the Company's guiding opinions on such customers before maturity of each project. If there is material abnormal matter affecting repayment during the post-transaction supervision, the project supervisor should report to the business department head and the risk management department in a timely manner, and the risk management department will adjust the supervision frequency and risk category, and arrange a special post-transaction supervisor's on-site supervision or hold a risk project seminar to discuss solutions.
- (iii) 風險評估。根據宏觀經濟及市場環境變化情況，本公司不定期制定業務指引和行業風險分類指導意見，旨在促進業務健康發展及風險控制。本公司對較高風險行業、易受宏觀經濟影響的公司或重大反擔保措施處於不正常狀況的項目進行風險評估，實施更嚴格和更高的標準，並增加進行特定風險監管或組織專項風險排查。在每宗項目到期前，根據客戶履約情況及本公司對該類客戶的指導意見，風險管理部會同業務部門制定項目到期指引。若在事後監管中發現存在影響還款的重大異常情況，項目監管人需及時向業務部門主管及風險管理部匯報，風險管理部會調整監管頻密程度及風險級別、安排特別事後監管人進行實地監管、或組織風險項目研討會商議處理方案。
- (iv) Management procedures for collateral. Collaterals include both tangible and intangible assets. Normally there is no storage requirement for intangible assets. For tangible assets, subject to conditions including project risks, characteristics of the customer's business and mortgage rate, the Company may adopt different measures, such as entering into and registering a mortgage, performing regular on-site inspections and conducting regular supervision through a third party designated by the Company. For real estate that has undergone mortgage registration, the Company will occasionally arrange an asset appraisal manager to conduct appraisals, check the market price of real estate of the same type through real estate websites, or check the status of the mortgage real estate with the registration department.
- (iv) 抵質押品管理程序。抵質押品中包括有形資產及無形資產。一般無形資產並無存放規定。至於有形資產，公司會視乎項目風險、客戶業務性質及抵押率，採取不同的措施，例如訂立抵押及辦理抵押登記、定期實地檢查及透過本公司委派的第三方定期監管。對於已辦理抵押登記的不動產，本公司會不定期安排資產評估經理進行評估、通過房產網站查詢同類型不動產的市場價格、或在登記部門查詢該抵押不動產狀態等。

- (v) Risk profile classification. The Company conducts post-transaction risk management review and classifies guarantees or loans in five risk profiles. The Company classifies its customer's risk profile as "normal," "special-attention," "substandard," "suspicious" or "loss" based upon the customer's financial condition, profitability, repayment capability, repayment record, willingness to repay, counter-guarantee conditions and other relevant material adverse incidents. Based on such risk profile classification, the Company adjusted the project's supervision grade and the corresponding frequency of review, adopt differentiated risk management and control strategies and enhance supervision on "special-attention" projects with a focus on collections from "substandard," "suspicious" or "loss" projects.
- (v) 風險狀況分類。本公司對項目事後風險進行評估，就擔保或貸款的情況劃分五級風險狀況分類，按照客戶的財務狀況、盈利能力、還款能力、還款記錄、還款意願、反擔保狀況及其他相關重大負面事件等，將客戶的風險狀況分為「正常類」、「關注類」、「次級類」、「可疑類」、「損失類」。根據該等風險狀況分類，本公司調整項目的監管級別及相應審閱頻率，採取差異化的風險管控策略，加大對「關注類」項目的監管力度，重點對「次級類」、「可疑類」、「損失類」項目進行追收。
- (c) The Company initiates its collection and recovery process if it assesses, that projects have great hidden risks or risk exposure. In the case of a customer default under its guarantee business, the Company will pay to the lending bank the outstanding principal amount of the loan, plus all accrued and unpaid interest and expenses within the time frame set forth in the relevant guarantee agreement. The Company's collection efforts generally involve its collection and recovery department and its legal department. Its collection and recovery process primarily involves the following steps and procedures:
- (c) 若評估項目潛存較大風險隱患或風險暴露，本公司即啟動追收程序。倘本公司的擔保業務的客戶違約，本公司將須向貸款銀行支付該貸款的未償還本金金額，加上於有關擔保協議所載之時間框架內所有累算及未支付的利息及開支。本公司的追收工作一般由資產保全部門或法律事務部負責。追收程序主要涉及以下各項步驟及程序：
- (i) the Company will commence its collection process by calling the customer after the default is occurred. After that, the Company will attempt to collect the default payment on-site at the customer's business address and residential address;
- (i) 本公司會於客戶違約發生後透過致電客戶，展開收款程序。其後，本公司會於客戶的業務地址及住址進行收款程序；

- (ii) in most cases where a customer defaults, the Company will work with the customer to develop alternative repayment plans to and urge the customer to fulfil its repayment obligations if the customer indicates an intention to repay, the fundamentals of the customer's business are found to be sound, the cash flow prospects are expected to be sufficient to assure repayment and the Company is not aware of enforcement actions being taken by other creditors; and
- (iii) the Company usually enforces its rights to collateral when it determines that the customer's business prospects or the value of the collateral have deteriorated, when the customer does not indicate any intention to make repayments or when actions taken by other creditors may compromise the Company's rights. The Company will negotiate on disposal of the collateral with customers to recover its losses with the proceeds from the disposal of such collateral. In addition, the Company may call upon the guarantees or counter-guarantees provided by the customers and other guarantors or counter-guarantors. The Company may initiate legal or arbitration proceedings against a customer if there is any dispute over the Company's right to the collateral or other assurance measures. The Company generally seeks a court order enforcing the guarantee agreement and the right of sale in relation to pledged or mortgaged collateral.
- (ii) 在客戶違約的多數情況下，倘客戶有意還款，而本公司發現客戶的業務基礎健全，且預期現金流前景足以確保還款，加上本公司並無發現其他債權人採取強制執行行動，本公司將與客戶共同制定還款計劃並督促客戶履行；及
- (iii) 當本公司評估客戶的業務前景惡化或抵質押品價值下降，而客戶並無意還款或其他債權人採取的行動會損害本公司的權利時，本公司一般會選擇執行其對抵質押品的權利。本公司將與客戶協商出售抵質押品，所得款項收回本公司的損失。此外，本公司可能要求履行客戶及其他擔保人或反擔保人提供的擔保或反擔保。倘存有有任何有關本公司對抵質押品權利或其他保證措施的爭議，本公司可能對客戶採取法律訴訟或仲裁程序。本公司一般會申請法院就已質押或抵押的抵質押品頒令執行擔保合同及出售權利。

(2) For its **entrusted loan business**:

- (a) For the approval of entrusted loans, the project manager is responsible for preparing the project investigation report and collecting, among others, materials in relation to collateral or other guarantee measures, financial related information, and other information about the customers for submission for approval. The legal approval officers of the Company review the investigation report and due diligence documents, mainly including the litigation of the borrowers, project operation plan, etc. The legal approval officers will discuss with the project manager and require him to carry out further on-site investigations or interviews with the borrower/guarantor/collateral when there are doubts in the process of reviewing the project compliance of borrower's subject qualification, ownership of counter-guarantee, litigation information and others, but no relevant information can be found in the investigation report. The legal opinion will be prepared to indicate the risks involved in the transaction and the relevant risks assessment conducted. According to the articles of association of the Company (the "**Articles of Association**"), the chairman or chairlady of executive committee, which is served by the chairman of the Board, will approve the entrusted loan projects with the balance of loans to individual enterprises of not more than 6% of the net assets of the group company. Any application for entrusted loans over such threshold will be approved by the Board/general meeting.

(2) **委託貸款業務**方面：

- (a) 就委託貸款的審批而言，項目經理負責編製項目調查報告並收集(其中包括)抵押或其他擔保措施相關材料、財務相關資料及客戶的其他資料提交審批。本公司法律主審對調查報告及盡職調查文件進行審查，主要包括借款人訴訟情況、項目操作方案等。法律主審在審查借款人主體資格、反擔保物的權屬、涉訴信息等項目合規問題過程中有疑問，但未能在調查報告中找到相關信息時，會與項目經理進行討論，並要求其對借款人／擔保人／擔保物開展進一步實地調查或面談，並編製法律意見書說明交易所涉風險及進行的相關風險評估。根據本公司公司章程(「**公司章程**」)，執行委員會主任委員(由董事會主席擔任)將審批單個企業貸款餘額不超過集團公司淨資產6%的委託貸款項目。任何超過該限額的委託貸款申請將由董事會／股東大會批准。

(b) For the collection of entrusted loans, post-loan management procedures kicks start once the business commences, with the aim to identify whether there are any potential difficulties for the customers to repay the entrusted loans upon expiry, and take preventive measures when appropriate. As the project supervisor, the project manager visits the customers according to the supervision plan in order to understand the conditions of the customers in all aspects, to assess the project status and risk exposure, including changes in daily production or operation, financial position, credit status, actual use of loans, and guarantee measures, as well as any material adverse changes of the borrowers, de facto controllers, or guarantors (if any), and to search for online public information in relation to the customers and obtain public opinion monitoring data through third-party service providers. Any significant anomalies affecting repayment identified under the supervision shall be reported by the project manager to the head of the business department and the risk management department in a timely manner, and the risk management department will adjust the frequency of supervision and risk level, or organised seminars to discuss corresponding solutions for the risk projects.

(b) 就委託貸款的催收而言，貸後管理程序於業務開始時啟動，以確定客戶償還到期委託貸款是否存在任何潛在困難，並適時採取預防措施。作為項目監管人，項目經理根據監管計劃拜訪客戶，全面了解客戶情況，評估項目狀況及風險敞口，包括日常生產或經營、財務狀況、信貸狀況、貸款實際用途及擔保措施的變動以及借款人、實際控制人或擔保人(如有)的任何重大不利變動，並通過第三方服務商查詢與客戶相關的網絡公開資料，獲取輿情監測數據。如監管中發現影響償還的重大異常，項目經理應及時向業務部主管及風險管理部匯報，風險管理部將調整監管頻率及風險等級或組織風險項目研討會商議處理方案。

(c) If a project is assessed to have a greater risk potential or is exposed to risk, the Company will initiate the recovery procedures by calling the customer after the default of such customer. The Company will then proceed with the recovery procedures at the business address and residential address of such customer. In most cases of default of customer, if the customer intends to repay the loan and the Company considers that the customer maintains a sound and stable business foundation and the expected cash flow prospect is sufficient to ensure the repayment, and the Company is not aware of any enforcement actions taken by other creditors, the Company will work with such customer to formulate a repayment plan and procure such customer to fulfil such plan. When the Company assesses that there is deterioration of the business prospects of the customer or a drop in value of the collateral, and the customer has no intention to repay the loan or the actions taken by other creditors will damage the rights of the Company, the Company will usually choose to enforce its rights to the collateral. The Company will negotiate with the customer to sell the collateral and recover the proceeds to compensate the loss of the Company. In addition, the Company may require the performance of guarantees provided by the customer and other guarantors. If there is any dispute over the Company's rights to the collateral or other guarantee measures, the Company may take legal proceedings or arbitration procedures against the customer. The Company will normally file an application with the court for an order to enforce the guarantee agreement and the right to sell the pledged or mortgaged collateral.

(c) 若項目被評估存在較大的潛在風險或面臨風險，本公司會於客戶違約後致電客戶啟動催收程序，然後在該客戶的營業地址及住宅地址進行催收。在客戶違約的大多數情況下，若客戶有意償還貸款且本公司認為客戶保持良好穩定的業務基礎及預計現金流前景足以確保還款，而本公司不知悉其他債權人採取任何強制執法行動的情況下，本公司將與該客戶共同制定還款計劃及促使該客戶履行有關計劃。若本公司評估客戶的業務前景惡化或抵押品價值下跌，且客戶無意償還貸款或其他債權人採取的行動會損害本公司的權利，本公司一般會選擇強制執行對抵押品的權利。本公司將與客戶協商出售抵押品並收回所得款項以彌補本公司損失。此外，本公司可要求履行客戶及其他擔保人提供的擔保。若本公司對抵押品的權利或其他擔保措施存在任何爭議，本公司可對客戶採取法律程序或仲裁程序，屆時本公司通常會向法院申請頒令強制執行擔保協議及出售質押或抵押的抵押品權利。

(3) For its **micro-lending business**:

- (a) For the approval of all micro-lending loans, the risk management department will review and examine the investigation report on pre-loan investigations and on-site inspections, and review and verify the borrower's family structure, actual income, operating conditions and repayment ability stated in the report. In addition, the risk management department will request for the investigation report on the guarantor and the valuation report of the collateral to ensure the effectiveness and reliability of the guarantee.
- (b) The principal terms and conditions of a loan, such as the principal amount, interest rate, quality and adequacy of the security and collateral (if any) and the term of the loan, are considered and approved during the approval process of a loan application. Loans in an amount of RMB1,000,000 or more shall be approved by the micro-lending review committee and loans in an amount of less than RMB1,000,000 shall be approved by the general manager of the Company. The micro-lending review committee is led by the general manager of the Company and consists of five members with veto rights over loan applications. By strictly implementing the above-mentioned authorisation mechanism, the Company ensures that the terms and conditions of loans are in line with the credit policy of the Company.
- (c) For micro-lending loans, in general, the borrowers are required to make monthly interest payments on the loan and to repay the principal amount of the loan when it is due, and the Group may sometimes accept monthly instalments of payment for partial principal amount plus interest. To ensure timely collection of the micro-lending loans, the account managers will remind the borrowers of their payment obligations in advance of the relevant due date.

(3) **小額貸款業務**方面：

- (a) 就所有小額貸款的審批而言，風險管理部將對貸前調查及實地考察的調查報告進行審閱及審查，並審閱及核實報告中所述的借款人的家庭架構、實際收入、經營狀況及償還能力。此外，風險管理部要求出具擔保人調查報告及抵押品估值報告，以確保擔保的有效性及其可靠性。
- (b) 於貸款申請的審批過程中考慮及批准貸款的主要條款及條件，如本金、利率、擔保及抵押品(如有)的質量及充分性以及貸款期限。人民幣1,000,000元或以上的貸款應由小額貸款審查委員會審批，而人民幣1,000,000元以下的貸款應由本公司總經理審批。小額貸款審查委員會由本公司總經理領導並由五名對貸款申請擁有否決權的成員組成。通過嚴格實施上述授權機制，本公司確保貸款的條款及條件符合本公司信貸政策。
- (c) 就小額貸款而言，借款人通常須每月支付貸款利息，並於貸款到期時償還本金，本集團有時或會接受部分本金加利息按月分期付款。為確保及時收回小額貸款，客戶經理將於相關到期日前提醒借款人的付款義務。

- (d) The Group considers all or part of the principal amount of any loan that has been overdue for a month or more to be overdue. When the principal amount of the loan is overdue or the interest on the loan is not repaid as at the end of the relevant month, the account managers will visit the customer to remind him or her of the overdue situation, assess the overdue status and reasons, make a preliminary assessment on the risk level, mitigation measures and the possibility of recovering the loan, and report to the person in charge of the customer service department, the person in charge of the risk management department and the general manager. If the overdue situation does not improve after the visit and lasts for more than 20 days, the account managers, together with the representative of the legal department, the Group will carry out another site visit to remind the defaulting customer of his or her payment obligations. If the overdue situation remains unresolved and lasts for more than 45 days, the Group may arrange on-site meetings with the defaulting customer to negotiate a repayment plan for the overdue amount. If the customer insists on not fulfilling the repayment plan, the risk management department and legal department will initiate the following steps to seek recovery:
- (i) activate recourse right against the guarantor: If loan repayment is guaranteed by the guarantor, the Group will require the guarantor to repay the principal amount of the loan and accrued interest; or
- (ii) foreclose on collateral: For loans secured by collateral, the Group will initiate foreclosure procedures by filing a petition with the court to attach and preserve the collateral. Upon obtaining a favourable judgement, the Group will file an enforcement petition with the court to realise the value of the collateral through auction or sale and subsequently apply all or part of its value to repay the loan.
- (d) 本集團認為逾期一個月或以上的所有或部分貸款本金為逾期。倘貸款本金逾期或貸款利息未於相關月未償還，客戶經理將拜訪客戶，提醒逾期狀況，評估逾期狀況及原因，初步評估風險水平、緩解措施及收回貸款的可能性，並向客戶服務部負責人、風險管理部負責人及總經理報告。倘走訪後逾期情況仍未改善並持續20天以上，客戶經理連同法務部代表、本集團將再次進行現場走訪，提醒違約客戶的付款義務。倘逾期情況未解決並持續超過45天，本集團將安排與違約客戶進行現場會議，就逾期金額協商還款計劃。倘客戶堅持不履行還款計劃，風險管理部及法務部將進行以下步驟尋求收回：
- (i) 行使對擔保人的追索權：倘貸款償還由擔保人擔保，本集團將要求擔保人償還貸款本金及應計利息；或
- (ii) 抵押品的止贖權：對抵押品擔保的貸款，本集團將啟動止贖程序，向法院提交呈請，附上並保留抵押品。獲得有利判決後，本集團將向法院提交執行呈請，以拍賣或出售變現抵押品價值，隨後將其全部或部分價值用於償還貸款。

Major Business Activities Undertaken by the Group During the Period

For the six months ended 30 June 2023, with an aim to strengthen the Group's overall market position, the Group has undertaken the major business activities as follows:

1. In order to effectively provide premium financial services for SMEs to support the high-quality development of local economy, the Group entered into the Cooperation Agreement on Guarantee Business with Postal Savings Bank of China, Foshan Branch, pursuant to which, the two parties will conduct comprehensive high-quality cooperation on inclusive business, fund projects, supply chain finance business and other business in a way that lays a sound foundation for better serving real economy in future.
2. In March 2023, the Group joined hands with the government of Lecong Town to carry out industrial credit risk compensation program of Lecong Town so as to follow the spirit of Foshan financial work conference, play a key role of the financial industry in developing economy and provide more support for the manufacturing industry to be a leader. The program aims at promoting the integrated development of industry and finance to offer loan credit support to qualified enterprises in Lecong Town and boosting the scale development of specialized markets such as steel and plastics with the first amount of RMB10 million by establishing industrial credit risk compensation, building multi-linkage among cities, districts, town and sub-districts, and promoting the collaboration model among government, finance, industry and enterprises. As a quality local financial organization, the Group further prospered the high-quality development of local industries by providing premium financial services through the program.

本集團期內進行的主要業務活動

於截至2023年6月30日止六個月，為鞏固本集團的整體市場地位，本集團進行的主要業務活動如下：

1. 為更好地向中小微企業提供優質金融服務，助力本地經濟的高質量發展，本集團與中國郵政儲蓄銀行佛山市分行簽署了《擔保業務合作協議》，雙方將在普惠業務、政策性基金業務、供應鏈融資業務等業務方面開啟全方位、高質量的合作，為今後更好地服務實體經濟打下了良好的基礎。
2. 於2023年3月，為深入貫徹佛山市金融工作會議精神，發揮金融行業在全力拼經濟中的先行作用，加大對製造業當家支持力度，本集團與樂從鎮人民政府共同推動樂從鎮產業信貸風險補償項目的落地。該項目旨在通過設立產業信貸風險補償金，構建市、區、鎮街多層聯動，共同推動「政、金、產、企」四方聯動模式，促進產業與金融的融合發展，為樂從鎮符合條件的產業提供貸款增信支持，助力樂從鋼鐵、塑料等專業市場規模化發展，首期規模為人民幣10百萬元。作為本土優質金融機構，本集團通過項目面向產業提供優質的金融服務，進一步推動本地產業的高質量發展。

3. On 23 March, Guangdong Zhongying Shengda Finance Guarantee Company Limited, the new guarantee subsidiary of the Group, officially commences its business. The establishment of the new guarantee subsidiary plays an important part in the Group's adjustment of the top-level structure and future business development, and is also an essential intermediary between the Group and the government of Chancheng district of Foshan in their strategic cooperation. Besides, it is a significant achievement of provincial, municipal and district capital collaboration to improve the financing guarantee system development in Guangdong.
4. In April, 2023, the Department of Science and Technology of Guangdong Province published the list of technology-driven SMEs included in 2023 (second batch). A digital company under the Group passed the recognition and became one of the technology-driven SMEs included in the list for consecutive three years, which indicated the official affirmation to the scientific prowess of the digital company and the full recognition to its innovation capability. As a pioneer of the Group in exploring fintech, the digital company adheres to developing supply chain finance, inclusive finance, fintech and other fields through technological empowerment, and improving business efficiency and risk-control capability through business innovation and information technology and scientific prowess to promote the high-quality development of its business.
5. To better solve the problem of enterprises bidding financing and allow financial resources to flow precisely to the key areas and crucial links in public resources exchange, Anhui Company, a subsidiary of the Group, actively innovated and developed "Tou Baobao (投保寶)", a WeChat mini program for Letter of Guarantee for Tender, which was successfully launched in May. "Tou Baobao (投保寶)" is mainly targeted at enterprises bidding, and realizes the full online processing of tender application, audit and payment processes through the dual empowerment of finance and technology, which effectively improved customer experience. With the advantages of high efficiency, convenience and professional standardization, "Tou Baobao (投保寶)" can effectively reduce the time cost and transaction cost of enterprises bidding, which is of positive significance in fully releasing the cash flow of the enterprises and improving the business environment.
3. 於3月23日，本集團新擔保子公司——廣東中盈盛達融資擔保有限公司正式掛牌開業。新擔保子公司設立是本集團頂層架構調整和未來業務發展的重要部分，也是本集團與佛山市禪城區政府戰略合作的重要載體，更是省、市、區三級資本聯動，完善廣東省融資擔保體系建設的重要成果。
4. 於2023年4月，廣東省科學技術廳公佈了2023年第二批入庫科技型中小微企業名單，本集團旗下數科公司順利通過入庫認定，成為連續3年入選名單的科技型中小微企業之一。這標誌著官方對數科公司科研實力的肯定，在創新能力方面更是給予充分的認可。數科公司作為本集團探索金融科技先鋒，一直堅持科技賦能，深耕供應鏈金融、普惠金融、金融科技等領域；堅持業務創新，積極通過信息化手段及科技力量提升業務效率及風控能力，全力推動業務的高質量發展。
5. 為更好地解決投標企業融資難題，讓金融活水精準流向公共資源交易中的主要領域和關鍵環節，本集團子公司安徽公司積極創新，研發投標保函微信小程序「投保寶」，並於5月順利上線。「投保寶」主要以投標企業為服務對象，通過金融和科技的雙重賦能，實現投標申請、審核和支付流程的全線上辦理，有效提升客戶體驗。「投保寶」具有高效便捷和專業規範等優點，能有效降低投標企業的時間成本和交易成本，對充分釋放企業現金流，改善營商環境，都具有積極意義。

FINANCIAL REVIEW

Net Guarantee Fee Income

The Group's total guarantee fee income increased by approximately RMB17.15 million, or approximately 19.33%, from approximately RMB88.73 million for the six months ended 30 June 2022 to approximately RMB105.88 million for the six months ended 30 June 2023. Such increase was mainly because (i) the Group shall charge a subsidy of 1% of the actual business amount for loan guarantee projects with guarantee rates reduced to no more than 1% per year for Foshan financing guarantee fund projects carried out from June 4, 2022; and (ii) the increase in total financing guarantees issued increased from RMB4,356.96 million as at 31 December 2022 to RMB5,049.98 million as at 30 June 2023.

Net Interest Income

The Group's net interest income decreased by approximately RMB11.83 million, or approximately 21.45%, to approximately RMB43.32 million for the six months ended 30 June 2023 from approximately RMB55.15 million for the corresponding period in 2022, which was mainly a combined effect of the following factors:

- (a) interest income from entrusted loan business increased by approximately RMB2.52 million or approximately 34.19% from approximately RMB7.37 million for the six months ended 30 June 2022 to approximately RMB9.89 million for the six months ended 30 June 2023, which was mainly attributable to the increased in balance of entrusted loan from RMB231.42 million to RMB397.70 million.
- (b) interest income on micro-lending business remained stable at approximately RMB29.51 million for the six months ended 30 June 2023 as compared to approximately RMB29.89 million for the corresponding period in 2022;
- (c) interest income on factoring service remained stable at approximately RMB9.81 million for the six months ended 30 June 2023 as compared to approximately RMB10.68 million for the corresponding period in 2022;

財務回顧

擔保費收入淨額

本集團的擔保費收入總額由截至2022年6月30日止六個月的約人民幣88.73百萬元增加約人民幣17.15百萬元或約19.33%至截至2023年6月30日止六個月的約人民幣105.88百萬元。該增加主要是由於(i)對於2022年6月4日起實施的佛山市融資擔保基金項目，本集團對擔保利率降至每年不超過1%的貸款擔保項目應按實際營業額的1%收取補貼；及(ii)已發行融資擔保總額由截至2022年12月31日的人民幣4,356.96百萬元增至截至2023年6月30日的人民幣5,049.98百萬元。

利息收入淨額

本集團的利息收入淨額由2022年同期的約人民幣55.15百萬元減少約人民幣11.83百萬元或約21.45%至截至2023年6月30日止六個月的約人民幣43.32百萬元，其為下文因素的綜合影響：

- (a) 委託貸款業務的利息收入由截至2022年6月30日止六個月的約人民幣7.37百萬元增加約人民幣2.52百萬元或約34.19%至截至2023年6月30日止六個月的約人民幣9.89百萬元，主要是由於委託貸款餘額由約人民幣231.42百萬元增加至約人民幣397.70百萬元。
- (b) 小額貸款業務的利息收入保持穩定，於截至2023年6月30日止六個月約人民幣29.51百萬元，而於2022年同期約人民幣29.89百萬元。
- (c) 保理業務利息收入保持穩定，於截至2023年6月30日止六個月約人民幣9.81百萬元，而於2022年同期約人民幣10.68百萬元。

- (d) interest income from cash at banks and pledged bank significantly increased by approximately RMB5.09 million or approximately 71.29% from approximately RMB7.14 million for the six months ended 30 June 2022 to approximately RMB12.23 million for the six months ended 30 June 2023, which was mainly attributable to negotiated deposit interest rate on the Group's new guarantee subsidiary.
- (d) 銀行現金及存出保證金的利息收入由截至2022年6月30日止六個月的約人民幣7.14百萬元大幅增加約人民幣5.09百萬元或約71.29%至截至2023年6月30日止六個月的約人民幣12.23百萬元，主要是由於本集團的新融資擔保子公司協定存款利率所致。
- (e) interest expense from debt securities issued significantly increased by approximately RMB4.50 million or approximately 76.66% from approximately RMB5.87 million for the six months ended 30 June 2022 to approximately RMB10.37 million for the six months ended 30 June 2023, which was mainly attributable to the increase in number of interest payment arising in the debt securities issued.
- (e) 已發行債務證券的利息支出由截至2022年6月30日止六個月的約人民幣5.87百萬元大幅增加約人民幣4.50百萬元或約76.66%至截至2023年6月30日止六個月的約人民幣10.37百萬元，主要歸因於已發行債務證券產生的利息支付次數增加。

Service Fee from Consulting Services

The Group's service fee from consulting services decreased by approximately RMB4.42 million or approximately 28.57% from approximately RMB15.47 million for the six months ended 30 June 2022 to approximately RMB11.05 million for the six months ended 30 June 2023, which was mainly attributable to recession in consulting demand.

諮詢服務費

本集團的諮詢服務費由截至2022年6月30日止六個月的約人民幣15.47百萬元減少約人民幣4.42百萬元或約28.57%至截至2023年6月30日止六個月的約人民幣11.05百萬元，主要是由於諮詢服務需求下降所致。

Other Revenue

The Group's other revenue decreased significantly by approximately RMB14.03 million, or approximately 74.39%, to approximately RMB4.83 million for the six months ended 30 June 2023 from approximately RMB18.86 million for the corresponding period in 2022, primarily due to (i) decrease in government grant; (ii) loss on fair value changes in financial assets measured at FVPL; and (iii) loss on foreign exchange.

其他收益

本集團的其他收益由2022年同期的約人民幣18.86百萬元大幅減少約人民幣14.03百萬元或約74.39%至截至2023年6月30日止六個月的約人民幣4.83百萬元，主要是由於(i)政府補貼下降；(ii)按公允價值計入損益計量的金融資產帶來的公允價值變動損失；及(iii)匯率變動損失。

Share of (losses)/gains of associates

The Group's share of losses of associates of approximately RMB4.32 million for the six months ended 30 June 2022 remained a share of losses of associates of approximately RMB4.06 million for the six months ended 30 June 2023, which was primarily attributable to associates face mounting downward pressure.

應佔聯營公司(虧損)/收益

本集團的應佔聯營公司虧損由截至2022年6月30日止六個月的約人民幣4.32百萬元保持在截至2023年6月30日止六個月應佔聯營公司虧損約人民幣4.06百萬元，主要由於聯營公司面臨愈來愈大的下行壓力。

Provisions charged for guarantee losses

Provisions charged for guarantee losses primarily reflect the management's estimate on the level of provisions that is adequate to the Group's guarantee business. The Group made provisions charged for guarantee losses of approximately RMB13.21 million for the six months ended 30 June 2023 as compared to provisions charged for guarantee losses of approximately RMB24.09 million for the corresponding period in 2022, primarily because the vigorous promotion of the financing guarantee business backed by the "Government, Banks, and Guarantee Companies" this year, which features "proportional guarantee and capping of compensation" and a manageable level of risk control.

Impairment Losses

Impairment losses mainly include impairment and provision charged for (i) default guarantee receivables which reflect the net amount of the default guarantee that are unable to be recovered; (ii) receivables from guarantee customers which reflect the net amount of the capital portfolio of financing solutions the Group provided to customers not being able to be recovered by the Group; (iii) loans and advances to customers in the Group's entrusted loan and micro-lending businesses which reflect the net amount of loans and advances to the customers not being able to be collected by the Group; and (iv) factoring receivables which mainly reflect the net amount of factoring facility services that are unable to be recovered.

The Group's impairment losses decreased by approximately RMB15.43 million, or approximately 28.21%, to approximately RMB39.27 million for the six months ended 30 June 2023 from approximately RMB54.70 million for the corresponding period in 2022, primarily due to the decrease in impairment loss of receivables from default guarantee payments from approximately RMB35.15 million for the six months ended 30 June 2022 to approximately RMB19.21 million for the six months ended 30 June 2023.

擔保賠償準備金

擔保賠償準備金主要反映管理層對本集團擔保業務的充分撥備程度的估計。截至2023年6月30日止六個月，本集團擔保賠償準備金約為人民幣13.21百萬元，而2022年同期的擔保賠償準備金約為人民幣24.09百萬元，主要是由於本年大力推進「政銀擔」融擔擔保業務所致，此類業務具有「比例擔保、代償封頂」的特色，總體風險水平可控。

減值損失

減值損失主要包括減值及就(i)違約擔保款項應收款項(反映我們無法收回的違約擔保款項淨額)；(ii)應收擔保客戶款項(反映本集團無法收回為客戶提供融資解決方案的資本組合的淨額)；(iii)向本集團委託貸款及小額貸款業務客戶發放的貸款及墊款(反映本集團無法收回所發放的貸款及墊款淨額)；及(iv)應收保理款(主要反映本集團無法收回為客戶提供保理融資服務的淨額)計提的撥備。

本集團的減值損失由2022年同期的約人民幣54.70百萬元減少約人民幣15.43百萬元或約28.21%至截至2023年6月30日止六個月的約人民幣39.27百萬元，主要是由於應收違約擔保客戶款項的減值損失由2022年6月30日止六個月的約人民幣35.15百萬元減少至截至2023年6月30日止六個月的約人民幣19.21百萬元。

Operating Expenses

The Group's operating expenses increased by approximately RMB19.46 million, or approximately 38.07%, to approximately RMB70.57 million for the six months ended 30 June 2023 from approximately RMB51.11 million for the corresponding period in 2022 which was mainly due to (i) staff cost increased to approximately RMB48.38 million for the six months ended 30 June 2023 from approximately RMB33.36 million for the corresponding period in 2022; (ii) consultant cost increased to approximately RMB5.46 million for the six months ended 30 June 2023 from approximately RMB3.12 million for the corresponding period in 2022; and (iii) depreciation and amortization cost increased to approximately RMB7.77 million for the six months ended 30 June 2023 from approximately RMB5.56 million for the corresponding period in 2022.

Profit before Taxation

As a result of the foregoing, the Group's profit before taxation decreased by approximately RMB6.01 million, or approximately 13.67%, to approximately RMB37.97 million for the six months ended 30 June 2023 from approximately RMB43.98 million for the corresponding period in 2022.

Income Tax

The Group's income tax decreased by approximately RMB1.38 million, or approximately 11.55%, to approximately RMB10.57 million for the six months ended 30 June 2023 from approximately RMB11.95 million for the corresponding period in 2022, primarily due to the decrease in assessable profits.

Profit for the Period

The Group's profit for the period decreased by approximately RMB4.63 million, or approximately 14.46%, to approximately RMB27.40 million for the six months ended 30 June 2023 from approximately RMB32.03 million for the corresponding period in 2022, and the profit attributable to equity shareholders of the Company decreased by approximately RMB6.15 million, or approximately 23.70%, to approximately RMB19.80 million for the six months ended 30 June 2023 from approximately RMB25.95 million for the corresponding period in 2022. The Group's net profit margin decreased to approximately 17.10% for the six months ended 30 June 2023 from approximately 20.10% for the corresponding period in 2022.

營運開支

本集團的營運開支由2022年同期的約人民幣51.11百萬元增加約人民幣19.46百萬元或約38.07%至截至2023年6月30日止六個月的約人民幣70.57百萬元。主要是由於(i)員工成本由2022年同期的約人民幣33.36百萬元增加至截至2023年6月30日止六個月的約人民幣48.38百萬元；(ii)諮詢顧問費由2022年同期的約人民幣3.12百萬元增加至截至2023年6月30日止六個月的約人民幣5.46百萬元；及(iii)折舊及攤銷費用由2022年同期的約人民幣5.56百萬元增加至截至2023年6月30日止六個月的約人民幣7.77百萬元。

稅前利潤

因以上種種因素，本集團的稅前利潤由2022年同期的約人民幣43.98百萬元減少約人民幣6.01百萬元或約13.67%至截至2023年6月30日止六個月的約37.97百萬元。

所得稅

本集團的所得稅由2022年同期的約人民幣11.95百萬元減少約人民幣1.38百萬元或約11.55%至截至2023年6月30日止六個月的約人民幣10.57百萬元，主要是由於應稅利潤減少。

期內利潤

本集團的期內利潤由2022年同期的約人民幣32.03百萬元下降約人民幣4.63百萬元或約14.46%至截至2023年6月30日止六個月的約人民幣27.40百萬元，而本公司股權持有人應佔利潤由2022年同期的約人民幣25.95百萬元下降約人民幣6.15百萬元，或23.70%至截至2023年6月30日止六個月的約人民幣19.80百萬元。本集團的淨利潤率由2022年同期的約20.10%下降至截至2023年6月30日止六個月的約17.10%。

In view of the declining financial performance of customers of the Group under the current challenging economic environment, the Group will strictly adhere to its internal control policy and measures to manage the corresponding risks. For further details, please refer to the paragraphs headed “Business Review — Internal Control” above.

Capital Expenditure

The Group’s capital expenditures consist primarily of expenditures for the purchase of relevant properties and other equipment. For the six months ended 30 June 2023, the Group’s capital expenditures amounted to approximately RMB2.46 million (for the six months ended 30 June 2022: RMB1.06 million), which was primarily related to the acquisition of office equipment and the research and development expenses incurred from improving business operation systems.

Capital Commitments and Contingent Liabilities

As at 30 June 2023, the Group’s outstanding capital commitments relating to (i) the total maximum guarantee issued to customers for its guarantee business of approximately RMB11,147.89 million (31 December 2022: RMB10,208.36 million); and (ii) the Group’s leases of office premises of approximately RMB14.58 million (31 December 2022: RMB18.97 million).

Save as aforesaid, the Group did not have other contingent liabilities as at 30 June 2023.

Charge of Assets

The Group did not pledge any of its assets to secure any banking facility or bank loan as at 30 June 2023.

鑒於本集團客戶在現有挑戰性的經濟環境下財務表現下滑，本集團將嚴格執行其內部控制政策及措施以管控有關風險。有關進一步詳情，請參閱上文「業務回顧 — 內部控制」各段。

資本開支

本集團的資本開支主要包括購置有關物業及其他設備的開支。截至2023年6月30日止六個月，本集團的資本開支約為人民幣2.46百萬元（截至2022年6月30日止六個月：人民幣1.06百萬元），主要與購置辦公設備和完善業務運營系統的研發開支有關。

資本承擔及或然負債

於2023年6月30日，本集團的資本承擔餘額涉及(i)就其擔保業務向客戶發出的最高擔保總額約人民幣11,147.89百萬元（2022年12月31日：人民幣10,208.36百萬元）；及(ii)本集團辦公室物業租賃約人民幣14.58百萬元（2022年12月31日：人民幣18.97百萬元）。

除上述者外，於2023年6月30日，本集團並無其他或然負債。

資產抵押

本集團在2023年6月30日並無將任何資產質押以取得的任何銀行信貸或銀行貸款。

INTERIM DIVIDEND

The Board does not recommend any distribution of interim dividend for the six months ended 30 June 2023.

中期股息

董事會建議不派發截至2023年6月30日止六個月的中期股息。

PROSPECTS AND FUTURE DEVELOPMENTS IN THE BUSINESS OF THE GROUP

展望及本集團未來業務發展

(I) Development trend of the industry

(一) 行業發展趨勢

Adapting to the trend to supporting SMEs, giving China's economy a new boost

順應趨勢支持中小微企業為中國經濟注入新動力

Economy and finance are two inseparable concepts, and there is a close relationship and interaction between them. Economic development requires financial support, while financial stability also requires economic development. With the rapid development of China's economy, as the important components of the real economy, the number of SMEs is also growing, and has become the backbone for stabilising economic development, securing employment and promoting livelihood, and its position in the national economy is becoming more and more important. However, under the current situation, SMEs are facing many difficulties and challenges like financing problems, and need the support and assistance of the government and society. In this regard, in order to fully implement the spirit of the 20th National Congress of the CPC and Central Economic Work Conference, China issued and advanced a series of policies and measures to address problems faced by enterprises to support SMEs.

經濟和金融是兩個密不可分的概念，它們之間存在著密切的關係和相互作用。經濟的發展需要金融的支持，而金融的穩定也需要經濟的發展。隨著中國經濟的快速發展，中小微企業作為實體經濟的重要組成部分，數量也在不斷增長，並成為穩增長、保就業、促民生的核心力量，其在國民經濟中的地位亦愈來愈重要。然而，在當前的形勢下，中小微企業面臨著許多困難和挑戰，如融資難等問題，需要政府和社會的共同支持和幫助。對此，為全面貫徹黨的二十大及中央經濟工作會議精神，中國陸續出台並採取了一系列助企紓困政策措施以扶持中小微企業。

On 20 April 2023, China Banking and Insurance Regulatory Commission issued the Notice of Enhancing the Quality of Financial Services for SMEs in 2023 (《關於2023年加力提升小微企業金融服務質量的通知》) (hereinafter referred to as the “Notice”). According to the Notice, the working objectives are to form a financial service system for SMEs that is in line with the development of the real economy, continue to maintain the trend of increasing the volume and expanding the coverage in 2023, continuously optimize the service structure, continue to improve the service accuracy in key areas, and progressively expand the channels of insurance protection. The overall interest rate on loans will remain stable, and the comprehensive financing cost of SMEs will be gradually reduced. The Notice emphasizes the need to enhance the endogenous power of large and medium-sized banks to serve SMEs. Large and medium-sized commercial banks should enhance the regional coordination of financial supply, and further consolidate responsibilities and urge the relevant branches to increase their investment efforts in the areas where credit release to SMEs was weak in the early stage. With the support of the policy, loans to inclusive SMEs have achieved rapid growth for five consecutive years. At the end of June 2023, the balance of national loans to inclusive SMEs was RMB27.37 trillion, the number of customers with a loan balance was 41,151,200, the average growth rate of the past five years of the two indicators has exceeded 25%.

Continuous optimisation of the financing environment for SMEs and joint efforts of government and banks to give a “boost” for its development

In order to enhance the support for the real economy, assist enterprises to reduce financing costs and promote the stability of the financing market and the healthy development of the economy, the People’s Bank of China announced on 17 March 2023 that it decided to reduce the deposit reserve ratio of financial institutions by 0.25 percentage points on 27 March 2023 (excluding financial institutions that have implemented a 5% deposit reserve ratio). After this reduction, the weighted average deposit reserve ratio of financial institutions is approximately 7.6%.

於2023年4月20日，中國銀保監會印發了《關於2023年加力提升小微企業金融服務質量的通知》(以下簡稱「《通知》」)。
 《通知》指出，工作目標是，形成與實體經濟發展相適應的中小微企業金融服務體系，2023年總體繼續保持增量擴面態勢，服務結構不斷優化，重點領域服務精準度持續提升，保險保障渠道逐步拓展。貸款利率總體保持平穩，推動中小微企業綜合融資成本逐步降低。《通知》強調，要提升大中型銀行服務中小微企業內生動力，大中型商業銀行要增強金融供給的區域協調性，對前期中小微企業信貸投放薄弱的地區，要進一步壓實責任，督促相關分行加大投放力度。在政策支持下，普惠型中小微企業貸款連續五年實現高速增長，2023年6月末，全國普惠型中小微企業貸款餘額人民幣27.37萬億元，有貸款餘額客戶數4,115.12萬戶，兩項指標過去五年平均增速已超25%。

中小微企業融資環境持續優化政銀合力為其發展註入「強心劑」

為了加強對實體經濟的支持，幫助企業降低融資成本，促進融資市場的穩定和經濟的健康發展，中國人民銀行宣佈決定於2023年3月27日降低金融機構存款準備金率0.25個百分點(不含已執行5%存款準備金率的金融機構)。本次下調後，金融機構加權平均存款準備金率約為7.6%。

On 5 March, the Ministry of Finance issued the First Session of the 14th National People's Congress to review the Report on the Implementation of the Central and Local Budgets for 2022 and the Draft of Central and Local Budgets for 2023 (《關於2022年中央和地方預算執行情況與2023年中央和地方預算草案的報告》). The Report indicated that in 2023, it is necessary to further optimise the implementation of policies and continue to enhance the vitality of various enterprises. In terms of financial subsidies, tax incentives, government procurement, all types of business entities should be treated equally while supporting the development of private enterprises, SMEs and individual business proprietors. It is necessary to improve the accuracy of policies, optimise the structure of expenditures, strengthen the management and supervision of fiscal fund performance, so as to practically enhance the effectiveness of policies.

On 31 July, the All-China Federation of Industry and Commerce and the China Banking Association recently released a proposal of the 2023 "SMEs Assistance Plan (助微計劃)" to various financial institutions, proposing to jointly promote the sustainable improvement of economic operation and help SMEs accelerate its recovery. The 2023 "SMEs Assistance Plan (助微計劃)" proposal issued that SMEs and individual business proprietors are the driving force of China's economic and social development, and an essential force for employment expansion, people's livelihood improvement, and entrepreneurship and innovation promotion. Each financial institution should continue to expand service coverage, increase credit support for SMEs and individual business proprietors, guide financial institutions to provide credit support for SMEs with good credit, and help SMEs, individual business proprietors and other business entities to recover and improve.

於3月5日，財政部提請十四屆全國人大一次會議審查《關於2022年中央和地方預算執行情況與2023年中央和地方預算草案的報告》。《報告》指出2023年要進一步優化政策實施方式，持續增強各類企業活力。在財政補助、稅費優惠、政府採購等方面對各類經營主體一視同仁、平等對待，支持民營企業、中小微企業和個體工商戶發展，要提高政策精準度，優化支出結構，加強財政資金績效管理和監管，切實提升政策效能。

於7月31日，全國工商聯、中國銀行業協會日前向各金融機構發佈2023年「助微計劃」倡議書，提出共同推動經濟運行持續好轉，共助中小微企業加速回暖復蘇。2023「助微計劃」倡議書提到，中小微企業和個體工商戶是我國經濟社會發展的生力軍，是擴大就業、改善民生、促進創業創新的重要力量。各金融機構要不斷拓展服務覆蓋面，加大對中小微企業、個體工商戶的信貸支持力度，引導金融機構為信用良好的中小微企業提供信貸支持，助力中小微企業、個體工商戶等經營主體回暖向好。

The Board believes that, with the continuous rapid growth of the national economy as well as existing policies continuing to favour the SMEs, China's financing guarantee industry has been playing an important role in aspects of the sustainable volume reduction and quality increase, constant enhancement of capital strength, continuous expansion of business scale, significant growth of inclusive business, alleviation of overall risks in the industry, and overall improvement of financial indicators. As a financing guarantee enterprise, the Group should concentrate on SMEs, provide more diversified financing support, satisfy the financing needs of SMEs, promote the development of SMEs, make positive efforts to serve weak fields of economy and society and boost the development of the real economy, so as to provide strong growth momentum for the stable development of China's economy.

(II) Development strategies of the Group

In the first half of 2023, China's economy achieved a resuming growth under the dual support of the optimisation of pandemic prevention and control as well as stabilisation economic development policies, with key economic indicators stabilising and recovering and market expectations gradually improving. In the second half of 2023, the economic recovery has shown great resilience and the future is promising. China's economy is expected to accelerate the repair of the micro-foundations on the basis of the first half of the year and continue to improve the market expectations, so as to move towards expansionary growth and show ten major trends, such as domestic demand-driven, stable investment, foreign trade resilience, supply reform, innovation-driven, green development, livelihood protection, regional coordination, opening to the outside and high-quality development. Such trends will lay a solid foundation for high-quality economic development and provide significant support and contribution to global economic recovery and growth. While in the face of certain risks and challenges in economic operation, China still needs to make continuous efforts in export, employment and consumption.

董事會認為，隨著國民經濟持續快速增長，以及現階段政策不斷傾斜於中小微企業，中國融資擔保行業在持續減量增質、資本實力不斷增強、業務規模持續擴大、普惠業務顯著增長、行業整體風險有所緩解、財務指標總體趨好的情況下，持續發揮重要作用。作為融資擔保企業，本集團應當聚焦中小微企業，提供更加多樣化的融資支持，滿足中小微企業的融資需求，促進中小微企業的發展，為服務經濟社會薄弱領域、助力實體經濟發展做出了積極努力，為中國經濟的穩定發展注入強大的增長動力。

(二) 本集團發展戰略

於2023年上半年，中國經濟在疫情防控優化和穩增長政策的雙重支撐下，實現了恢復性增長，主要經濟指標企穩回升，市場預期逐步改善。於2023年下半年，經濟復蘇表現極強的韌性，未來可期，中國經濟有望在上半年的基礎上，加快微觀基礎的修復，並不斷改善市場預期，進而邁向擴張性增長，呈現出內需拉動、投資穩定、外貿韌性、供給改革、創新驅動、綠色發展、民生保障、區域協調、對外開放、高質量發展等十大趨勢，這些趨勢將為經濟實現高質量發展奠定堅實基礎，並為全球經濟復蘇和增長提供重要支撐和貢獻。而面對經濟運行中存在的一些風險與挑戰，國家在出口、就業和消費等方面也仍需要持續發力。

The Group (stock code: 01543.HK), which was founded in May 2003 as the earliest financing guarantee institution in Foshan, with rich industry experience and expertise, it has gradually pioneered the model of “mixed ownership of financing guarantee” in the course of its development and growth, and has become the first domestic company listed on the Main Board of Hong Kong Stock Exchange with financing guarantee as its main business in 2015. From the active exploration along the way of transformation and upgrading to leapfrog development in capital increase, listing and bond issuance, the Group has witnessed its solid development over the past 20 years and formed a sustainable development model with its own characteristics. The Group is committed to solving the problems of difficult and expensive financing for SMEs and insisting on financial innovation. On the basis of guarantee as the main business, the Group has innovated guarantee plus (擔保+) according to the different needs of SMEs in different stages at different times and formed an integrated financial service system, including guarantee, microfinance, pawn, factoring, supply chain finance, equity investment and consultancy services, etc. Since its establishment, the Group has accumulatively provided financial services to nearly 20,000 enterprises with an accumulated service amount of more than RMB180 billion. In the second half of the year, the Group will continue to focus closely on its original mission of serving SMEs, continuously improve the quality and efficiency of its financial services, seize the opportunities, maintain confidence and forge ahead, and make positive contributions to the high-quality development of the city and the province with excellent results, thus setting a benchmark for the financing guarantee industry.

本集團(股份代碼:01543.HK)成立於2003年5月,作為佛山最早的融資擔保機構,憑藉豐富的行業經驗及專業知識,在發展壯大的過程中逐步開創了「融資擔保混合所有制」模式,並於2015年成為國內第一家以融資擔保作為主體在香港聯交所主板掛牌上市的公司,從轉型升級路上的積極探索再到增資、上市、發債等跨越式發展,本集團已步履堅實地走過了20個春秋,形成了具有自身特色的可持續發展模式。本集團致力於為中小微企業解決融資難融資貴問題,並堅持做金融創新,在以擔保為主業的基礎上,本集團根據中小微企業不同時期不同階段的不同需求,創新擔保+,形成擔保、小貸、典當、保理、供應鏈金融、股權投資、諮詢服務等一體化金融服務體系,成立至今本集團已累計為近20,000家企業提供超過人民幣1,800億元的金融服務。下半年,本集團將繼續緊緊圍繞服務中小微企業的初心,不斷提高金融服務質效,搶抓機遇,堅定信心,砥礪前行,用優異的成績為全市、全省高質量發展作出積極貢獻,樹立融資擔保行業的典範。

CAPITAL STRUCTURE, LIQUIDITY AND FINANCIAL RESOURCES

Capital Structure

The Group's primary objectives when managing capital are to safeguard the Group's ability to continue its operation as a going concern, so that it can continue to provide returns for the Shareholders and benefits for other stakeholders, by pricing products and services commensurately with the level of risk and by securing access to finance at a reasonable cost.

The Group actively and regularly reviews and manages its capital structure in order to maintain a balance between the higher equity holders/shareholders returns that might be possible with higher levels of borrowings, and the benefits and security brought by a sound capital position. The Group makes adjustments to the capital structure in light of changes in economic conditions.

Foreign Exchange Risks

The Group operates and conducts business in the PRC, and all the Group's transactions, assets and liabilities are denominated in RMB. Most of the Group's cash and cash equivalents and pledged deposits are denominated in RMB, while bank deposits are placed with banks in the PRC. Any remittance from the PRC is subject to the restrictions on foreign exchange control imposed by the PRC government.

The Group has some bank deposits denominated in US dollars which exposes the Group to foreign exchange risks. The Group does not have a foreign currency hedging policy. However, the Group will continue to monitor closely its exposure to currency movement and take proactive measures.

Liquidity and Capital Resources

The Group's liquidity and capital requirements primarily relate to capital investments in the registered capital of its operating subsidiaries, granting micro-lending and entrusted loans, making default payments, maintaining security deposits at banks and other working capital requirements. It has in the past funded its working capital and other capital requirements primarily by equity contributions from the Shareholders, cash flows from operations and banks and other borrowings.

As at 30 June 2023, the Group's cash and bank deposits were approximately RMB976.45 million (31 December 2022: RMB1,085.49 million).

資本架構、流動資金和財務資源

資本架構

本集團在資本管理上的首要目的是保障本集團能夠持續經營，從而通過與風險水平相應的產品及服務定價以及獲得合理成本的融資繼續為股東提供回報及為其他利益相關者謀求利益。

本集團積極地定期覆核並管理其資本架構，以在較高股權持有人／股東回報情況下可能伴隨的較高借貸水平，以及良好的資本狀況帶來的好處與保證之間取得平衡，並依據經濟狀況的變動調整資本架構。

外匯風險

本集團在中國經營及開展業務，且本集團所有的交易、資產及負債均以人民幣計值。本集團大部分現金及現金等價物以及抵押存款以人民幣計值，而銀行存款存放於中國的銀行。將該等款項匯出中國受中國政府所實施的外匯控制措施限制。

本集團有若干以美元計值的銀行存款，故此本集團面臨外匯風險，本集團並無外幣對沖政策，但將持續密切監察其貨幣變動風險並採取積極措施。

流動資金和資本資源

本集團的流動資金及資本要求主要涉及營運子公司註冊資本的資本投資、授予小額貸款及委託貸款、支付違約付款、維持銀行的保證金及其他營運資金需求。過去，本集團主要以股東注資、經營所產生的現金流及銀行及其他借款就營運資金及其他資本要求提供資金。

於2023年6月30日，本集團的現金及銀行存款約為人民幣976.45百萬元(2022年12月31日：人民幣1,085.49百萬元)。

Indebtedness

As at 30 June 2023, the Group's interest-bearing borrowings amounted to approximately RMB93.82 million (31 December 2022: RMB162.87 million), which are repayable within one year bearing interest at a range of from 3.80% to 7.00% per annum and are guaranteed.

As at 30 June 2023, the Group has debt securities issued of approximately RMB500 million (31 December 2022: RMB500 million), which was the face value of the Tranche 1 Corporate Bonds with a coupon rate of 4.60% and 3.50%.

In addition, as at 30 June 2023, the Group had other financial instrument of approximately RMB142.99 million (31 December 2022: RMB113.17 million) (detailed at note 18 to the financial statements), financial liabilities measured at FVPL of approximately RMB7.53 million (31 December 2022: RMB1.82 million) and lease liabilities of approximately RMB14.58 million (31 December 2022: RMB18.97 million).

The gearing ratios of the Group as at 30 June 2023 and 31 December 2022 were approximately 36.27% and 35.96%, respectively. Such gearing ratio was calculated by dividing total liabilities by total assets. Such increase in gearing ratio was mainly attributable to the issue of corporate bonds (tranche 1).

Off-Balance-Sheet Arrangements

The Group enters into guarantee contracts with off-balance-sheet risk in the ordinary course of business. The contract amount reflects the extent of the Group's involvement in the financing guarantee business and also represents its maximum exposure to credit loss. As at 30 June 2023, the outstanding guarantee of the Group totaled approximately RMB11,147.89 million (31 December 2022: RMB10,208.36 million). Save as aforesaid, the Group had no other off-balance-sheet arrangements as at 30 June 2023.

債務

於2023年6月30日，本集團須於一年內償還的計息借款約為人民幣93.82百萬元(2022年12月31日：人民幣162.87百萬元)，該計息借款按3.80%至7.00%的年利率計息且有擔保。

於2023年6月30日，本集團的已發行債務債券約為人民幣500百萬元(2022年12月31日：人民幣500百萬元)，其為第一期公司債券的面值，票面利率為4.60%及3.50%。

此外，於2023年6月30日，本集團持有其他金融工具約為人民幣142.99百萬元(2022年12月31日：人民幣113.17百萬元)(詳見財務報表附註18)。按公允價值計入損益計量的金融負債約人民幣7.53百萬元(2022年12月31日：人民幣1.82百萬元)及租賃負債約人民幣14.58百萬元(2022年12月31日：人民幣18.97百萬元)。

本集團於2023年6月30日和2022年12月31日的資產負債率分別約為36.27%和35.96%。該資產負債率乃採用總負債除以總資產計算。該資產負債率的增加主要是由於發行公司債券(第一期)。

資產負債表外的安排

本集團訂立於日常業務過程中附有資產負債表外風險的擔保合約。合約金額反映本集團於融資擔保業務的參與度及所承受的最大信貸虧損風險。於2023年6月30日，本集團的未償還擔保合約共約為人民幣11,147.89百萬元(2022年12月31日：人民幣10,208.36百萬元)。除上述事項外，於2023年6月30日，本集團並無其他資產負債表外安排。

Proceeds from the listing and proceeds from issue of investor subscription shares and placing of new H shares

(I) Proceeds from the Listing

The actual net proceeds from the listing of the H shares of the Company (the “H Shares”) on the Main Board of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) on 23 December 2015 (the “Listing”) (after deducting underwriting fees and commissions and listing related expenses, and excluding the amount remitted to the National Council for Social Security Fund of the PRC (全國社會保障基金理事會) in accordance with the relevant PRC regulations regarding the reduction of state-owned shares) amounted to approximately HK\$340.3 million.

Following the Listing, in response to changing business environment and the business development requirement of the Group, the Board resolved to revise and fine tune its proposed use and the expected time of utilisation of proceeds from the Listing. Please refer to the announcements of the Company dated 16 May 2016, 26 September 2016, 8 February 2021, 27 April 2022 and 22 June 2022, the 2022 June Circular and subparagraphs headed “(III) Further change in expected time of utilisation of proceeds” below for further details.

上市所得款項以及發行投資者認購股份及配售新H股所得款項

(一) 上市所得款項

本公司H股(「H股」)於2015年12月23日在香港聯合交易所有限公司(「聯交所」)主板上市(「上市」)的實際所得款項淨額(經扣除包銷費用、佣金及上市相關開支，且不包括根據關於減少國有股份的相關中國法規向全國社會保障基金理事會匯入之金額)約為340.3百萬港元。

上市後，為應對不斷變化的業務環境及滿足本集團業務發展需求，董事會決定修訂並微調建議上市所得款項用途及預期使用時間。進一步詳情，請參見本公司日期為2016年5月16日、2016年9月26日、2021年2月8日、2022年4月27日及2022年6月22日的公告、2022年6月通函及下文「(III)進一步變更所得款項之預期使用時間」分段。

As at 30 June 2023, details of use of proceeds from the Listing are as follows:

於2023年6月30日，上市所得款項的詳細用途如下：

Net proceeds allocation	Intended use of the proceeds	Actual use of the proceeds as at 30 June 2023	Amount of proceeds brought forward to the current financial year (approximate)	Amount of the remaining proceeds as at 30 June 2023 (approximate)	Expected time of utilisation
所得款項淨額分配	所得款項的擬定用途	於2023年6月30日所得款項的實際用途	結轉至本財政年度的所得款項金額(約)	於2023年6月30日之剩餘所得款項金額(約)	預期使用時間
(i) HK\$120.00 million	Develop financing guarantee business, establish new subsidiaries and branches (including those in Dongguan, Yunfu and Zhuhai, Guangdong Province) and increase the capital base for financing guarantee and expand the Group's business in order to enhance competitive advantage in the financing guarantee market.	Approximately HK\$23.86 million and HK\$47.56 million had been utilised to establish Yunfu Yuecai Puhui Financing Guarantee Co., Ltd.* (雲浮市粵財普惠融資擔保股份有限公司), the name of which was changed to Yunfu Puhui Financing Guarantee Co., Ltd.* (雲浮市普惠融資擔保股份有限公司) ("Yunfu Puhui") afterwards, with Guangdong Financing Re-Guarantee Company Limited* (廣東省融資再擔保有限公司), Yunfu Rongda Asset Operations Company Limited* (雲浮市融達資產經營有限公司) and Guangdong Wenshi Investment Company Limited* (廣東溫氏投資有限公司) and to increase the registered capital of Yunfu Puhui after Guangdong Financing Re-Guarantee Company Limited ceased to be a shareholder thereof. Upon the completion of capital contribution, the shareholding of the Group in Yunfu Puhui increased to 53.85%. And approximately HK\$48.58 million had been used to contribute to the registered capital of Anhui Join-Share Financing Guarantee Co., Ltd.* (安徽中盈盛達融資擔保有限公司) ("Anhui Join-Share"), following which the Group's shareholding in Anhui Join-Share increased from 51% to approximately 63.05%.	Nil	Nil	N/A
(i) 120.00 百萬港元	推展融資擔保業務，成立新的子公司及分支機構(包括位於廣東省東莞、雲浮及珠海)，同時增加融資擔保業務的資本基礎及拓展本集團業務規模，以提升在融資擔保市場上的競爭優勢。	約23.86百萬港元及47.56百萬港元用於與廣東省融資再擔保有限公司、雲浮市融達資產經營有限公司及廣東溫氏投資有限公司共同設立雲浮市粵財普惠融資擔保股份有限公司(其後更名為雲浮市普惠融資擔保股份有限公司)(「雲浮普惠」)，並於廣東省融資再擔保有限公司不再為其股東後，用於增加雲浮普惠的註冊資本。於注資完成後，本集團於雲浮普惠的持股比例增加至53.85%。約48.58百萬港元用於注入安徽中盈盛達融資擔保有限公司(「安徽中盈盛達」)的註冊資本，注資完成後，本集團於安徽中盈盛達的持股比例由51%增加至約63.05%。	無	無	不適用

Net proceeds allocation	Intended use of the proceeds	Actual use of the proceeds as at 30 June 2023	Amount of proceeds brought forward to the current financial year (approximate)	Amount of the remaining proceeds as at 30 June 2023 (approximate)	Expected time of utilisation
所得款項淨額分配	所得款項的擬定用途	於2023年6月30日所得款項的實際用途	結轉至本財政年度的所得款項金額(約)	於2023年6月30日之剩餘所得款項金額(約)	預期使用時間
(ii) HK\$61.18 million	Develop SMEs lending business, establish new subsidiaries and increase capital base in order to expand the Group's SME lending business and improve its status in the market.	Approximately HK\$28.79 million and HK\$32.39 million had been used to contribute to the registered capital of Foshan Micro Credit and the acquisition of shares in Foshan Micro Credit from its existing shareholders, respectively. Following the acquisition of shares in Foshan Micro Credit, the Group's shareholding in Foshan Micro Credit increased from 30% to approximately 55.247%.	Nil	Nil	N/A
(ii) 61.18 百萬港元	推展中小微企業貸款業務，成立新的子公司，增加資本基礎，以提升本集團中小微企業貸款業務規模與市場地位。	約28.79百萬港元及32.39百萬港元分別用於注入佛山小額貸款的註冊資本及向佛山小額貸款的現有股東收購股份。於收購佛山小額貸款的股份後，本集團於佛山小額貸款的持股比例從30%增加至約55.247%。	無	無	不適用
(iii) HK\$33.90 million	To increase the registered capital of Foshan Micro Credit and/or acquire part of the equity interests held by other shareholders, where practicable.	Approximately HK\$8.40 million and HK\$13.72 million has been used to contribute to the registered capital of Foshan Micro Credit and the acquisition of shares in Foshan Micro Credit from its existing shareholders, respectively. The Group's shareholding in Foshan Micro Credit increased from 55.247% to 58.00%.	HK\$33.90 million	HK\$11.78 million	2024-12-31
(iii) 33.90 百萬港元	增加佛山小額貸款的註冊資本，及/或在可行的情況下收購其他股東持有的部分股權。	約8.40百萬港元及13.72百萬港元分別用於注入佛山小額貸款的註冊資本及向佛山小額貸款的現有股東收購股份。本集團於佛山小額貸款的持股比例從55.247%增加至58.00%。	33.90百萬港元	11.78百萬港元	2024年12月31日
(iv) HK\$63.70 million	Contribution to the registered capital of a new wholly-owned subsidiary to provide capital management services.	Approximately HK\$63.70 million had been used to contribute to the registered capital of Guangdong Join-Share Capital Management Limited* ("Guangdong Capital Investment") (廣東中盈盛達資本管理有限公司).	Nil	Nil	N/A
(iv) 63.70 百萬港元	向新的全資子公司注入註冊資本，以提供資本管理服務。	約63.70百萬港元用於注入廣東中盈盛達資本管理有限公司(「廣東資本管理」)的註冊資本。	無	無	不適用
(v) HK\$61.52 million	Supplement operating capital and other business expenses.	Approximately HK\$61.52 million had been utilised for supplementing operating capital and other business expenses.	HK\$37.72 million	Nil	N/A
(v) 61.52 百萬港元	補足營運資金和其他業務開支。	約61.52百萬港元用於補充營運資金和其他業務開支。	37.72百萬港元	無	不適用

(II) Proceeds from investor subscription shares and placing of new H Shares

Reference is made to the announcements of the Company dated 15 May 2017, 25 May 2017, 29 June 2017, 18 July 2017, 26 July 2017, 28 September 2017, 29 December 2017, 27 March 2018, 28 March 2018, 29 March 2018, 18 April 2018, 22 February 2019, 8 May 2020, 8 February 2021, 27 April 2022 and 22 June 2022, respectively; the circulars of the Company dated 30 September 2017 (the "2017 Circular"), 9 May 2019, 15 May 2020 (the "2020 Circular") and the 2022 June Circular, respectively; and subparagraphs headed "(III) Further change in expected time of utilisation of proceeds" below in relation to, among other things, (i) the Investor Subscription; (ii) the Placing; (iii) the connected and discloseable transaction in relation to the Capital Injection into Guangdong Yaoda Financial Leasing Company Limited* (廣東耀達融資租賃有限公司 ("Guangdong Yaoda")); and (iv) the change in use and expected time of utilisation of such proceeds. Unless otherwise specified, capitalised terms used in this subparagraph shall have the same meanings as those defined in the 2020 Circular and the 2022 June Circular.

The Company has allotted and issued and Foshan Financial Investment Holding Co., Ltd.* ("Foshan Financial") (the Subscriber) has subscribed for the Investor Subscription Shares comprising, in aggregate, (i) 233,096,020 new Domestic Shares at an issue price of RMB1.264 (approximately HK\$1.428 at the exchange rate of HK\$1: RMB0.88507) per Domestic Share, equal to the net price per Domestic Share; and (ii) 74,364,000 new H Shares at an issue price of HK\$1.42 per H Share, equal to the net price per H Share on 18 April 2018. The Subscriber has nominated Fojin Hongkong Limited (佛金香港有限公司) ("Fojin HK"), a wholly-owned subsidiary of the Subscriber, to take up the Investor Subscription H Shares. The average market price and closing market price of H Share on 15 May 2017, being which the date of the Investor Subscription Agreement entered into between the Company and Subscriber was HK\$1.51 per H Share and HK\$1.42 per H Share, respectively.

For the reasons and benefits of issue of Investor Subscription Shares, please refer to the 2017 Circular.

(二) 投資者認購股份及配售新H股所得款項

茲提述本公司日期分別為2017年5月15日、2017年5月25日、2017年6月29日、2017年7月18日、2017年7月26日、2017年9月28日、2017年12月29日、2018年3月27日、2018年3月28日、2018年3月29日、2018年4月18日、2019年2月22日、2020年5月8日、2021年2月8日、2022年4月27日及2022年6月22日的公告；本公司日期分別為2017年9月30日（「2017通函」）、2019年5月9日、2020年5月15日（「2020通函」）的通函及2022年6月通函；及下文「(III)進一步變更所得款項之預期使用時間」分段，內容有關（其中包括）(i)投資者認購事項；(ii)配售事項；(iii)有關向廣東耀達融資租賃有限公司（「廣東耀達」）注資的關連及須予披露交易；及(iv)所得款項用途及預期使用時間之變動。除另有指明外，本分段所用詞彙與2020通函內及2022年6月通函所界定者具有相同涵義。

於2018年4月18日，本公司配發及發行，及認購人佛山市金融投資控股有限公司（「佛山金控」）已認購投資者認購股份，合共包括(i)按每股內資股人民幣1.264元（按1港元兌人民幣0.88507元的匯率約為1.428港元，等於每股內資股的淨價）的發行價格認購233,096,020股新內資股；及(ii)按每股H股1.42港元的發行價格（等於每股H股的淨價）認購74,364,000股新H股。認購人已指定佛金香港有限公司（「佛金香港」，認購人之全資子公司）接收投資者認購H股。H股於2017年5月15日（即本公司與認購人訂立投資者認購協議之日期）的平均市場價格及收市價分別為每股H股1.51港元及每股H股1.42港元。

發行投資者認購股份的理由及裨益，請參閱2017通函。

The net proceeds from the Investor Subscription is approximately RMB375.45 million (approximately HK\$424.21 million at the exchange rate of HK\$1:RMB0.88507).

投資者認購事項的所得款項淨額約為人民幣375.45百萬元(按1港元兌人民幣0.88507元的匯率約為424.21百萬元)。

As at 30 June 2023, details of the use of proceeds from the Investor Subscription are as follows:

於2023年6月30日，投資者認購事項所得款項的詳細用途如下：

Net proceeds allocation	Intended use of the proceeds	Actual use of the proceeds as at 30 June 2023	Amount of proceeds brought forward to the current financial year (approximate) 結轉至本財政年度的所得款項金額(約)	Amount of the remaining proceeds as at 30 June 2023 (approximate) 於2023年6月30日之剩餘所得款項金額(約)	Expected time of utilisation 預期使用時間
所得款項淨額分配	所得款項擬定用途	於2023年6月30日所得款項的實際用途			
(i) Approximately 60% (i.e. approximately RMB225.27 million (equivalent to approximately HK\$254.52 million) of the proceeds)	Pursuing acquisition and merger opportunities when suitable target becomes available, in order to expand the Group's service mix and further consolidate the market position of the Group in Guangdong Province or Pearl River Delta region, among which:	RMB45.00 million and RMB90.00 million have been used for the capital contribution of establishment of Shenzhen Join-Share Commercial Factoring Co., Ltd.* (深圳中盈盛達商業保理有限公司) (currently known as Guangdong Join-Share Commercial Factoring Co., Ltd.* (廣東中盈盛達商業保理有限公司)) and capital contribution of establishment of Shenzhen Join-Share Engineering Guarantee Co., Ltd.* (深圳市中盈盛達工程擔保有限公司), which was held as to 90% by the Company.	Nil	Nil	N/A
(i) 約60% (即所得款項約人民幣225.27百萬元(相當於約254.52百萬元))	於適當的目標出現時尋找併購機會，以擴大本集團的服務組合及進一步鞏固本集團於廣東省或珠三角地區的市場地位，其中：	人民幣45.00百萬元及人民幣90.00百萬元已分別用於出資設立深圳中盈盛達商業保理有限公司(現稱為廣東中盈盛達商業保理有限公司)及出資設立深圳市中盈盛達工程擔保有限公司(由本公司持有其90%)。	無	無	不適用
	(a) Approximately RMB30.00 million (equivalent to approximately HK\$33.89 million) to establish a new engineering guarantee company in Foshan, PRC.	N/A	HK\$33.89 million	HK\$28.81 million	31-12-2023
	(a) 約人民幣30.00百萬元(相當於約33.89百萬元)將用於在中國佛山成立新的工程保證擔保公司。	不適用	33.89百萬元	28.81百萬元	2023年12月31日
	(b) Approximately RMB20.00 million (equivalent to approximately HK\$22.60 million) to increase the registered capital of Foshan Micro Credit and/or acquire part of the equity interests held by other shareholders, where practicable.	Approximately HK\$22.60 has been used to contribute to the registered of Foshan Micro Credit. The Group's shareholding in Foshan Micro Credit increased from 55.247% to 58.00%.	HK\$22.60 million	Nil	N/A
	(b) 約人民幣20.00百萬元(相當於約22.60百萬元)將用於增加佛山小額貸款的註冊資本，及/或在可行的情況下收購其他股東持有的部分股權。	約22.60百萬元用於註冊佛山小額貸款的註冊資本。本集團於佛山小額貸款的持股比例從55.247%增加至58.00%。	22.60百萬元	無	不適用
	(c) Approximately RMB40.27 million, equivalent to approximately HK\$45.50 million) establish the New Subsidiary as detailed in the 2022 June Circular.	Approximately HK\$45.50 million has been used to establish the New Subsidiary as detailed in the 2022 June Circular. <i>(Note 1)</i>	HK\$45.50 million	Nil	N/A
	(c) 約人民幣40.27百萬元(相當於約45.50百萬元)將用於成立2022年6月通函中所披露的新子公司。	約45.50百萬元已用於成立2022年6月通函中所披露的新子公司。 <i>(註1)</i>	45.50百萬元	無	不適用

Net proceeds allocation	Intended use of the proceeds	Actual use of the proceeds as at 30 June 2023	Amount of proceeds brought forward to the current financial year (approximate)	Amount of the remaining proceeds as at 30 June 2023 (approximate)	Expected time of utilisation
所得款項淨額分配	所得款項擬定用途	於2023年6月30日所得款項的實際用途	結轉至本財政年度的所得款項金額(約)	於2023年6月30日之剩餘所得款項金額(約)	預期使用時間
(ii) Approximately 40% (i.e. approximately RMB150.18 million (equivalent to approximately HK\$169.68 million) of the proceeds)	Capital injection into Guangdong Yaoda and/or development of other financial-related services business that comply with the relevant regulations and policies, whereby:	RMB112.57 million (equivalent to approximately HK\$132.84 million) has been used for capital injection into Guangdong Yaoda.	Nil	Nil	N/A
(ii) 約40%(即所得款項約人民幣150.18百萬元(相當於約169.68百萬港元))	向廣東耀達注資及/或發展符合相關規例及政策的其他金融相關服務業務,其中:	人民幣112.57百萬元(相當於約132.84百萬港元)已用作向廣東耀達注資。	無	無	不適用
	(a) Following disposal of Guangdong Yaoda, approximately RMB37.61 million (equivalent to approximately HK\$36.84 million) will be used to establish the New Subsidiary as detailed in the 2022 June Circular. ^(Note 2)	Approximately HK\$36.84 million has been used to establish the New Subsidiary as detailed in the 2022 June Circular. ^(Note 1)	HK\$36.84 million	Nil	N/A
	(a) 於出售廣東耀達後,約人民幣37.61百萬元(相當於約36.84百萬港元)將用於成立2022年6月通函中所披露的新子公司。 ^(註2)	約36.84百萬港元已用於成立2022年6月通函中所披露的新子公司。 ^(註1)	36.84百萬港元	無	不適用

Notes:

- (1) From 26 July 2022 to 28 July 2022, the Group, Foshan Hi-Tech and GD Yuecai have made the payment of registered capital of the New Subsidiary of RMB300 million in total. As at the date of this report, the New Subsidiary has obtained the approval of the Guangdong Financial Supervisory Authority* (廣東省地方金融監督管理局) and Foshan Administration for Market Regulation* (佛山市市場監督管理局), and is duly incorporated. For details, please refer to the announcement of the Company dated 6 February 2023.
- (2) The disposal of Guangdong Yaoda was completed on 9 December 2020.
- (3) The proceeds from the investor subscription domestic shares were issued in RMB currency (which HK dollar were estimated amount), the actual amount might be varied according to exchange rate fluctuation.

附註:

- (1) 由2022年7月26日至2022年7月28日,本集團、佛山高新技術及廣東粵財已繳納新子公司註冊資本共人民幣300百萬元。於本報告日期,新子公司已取得廣東省地方金融監督管理局及佛山市市場監督管理局的批准,並已成立。詳情請見本公司日期為2023年2月6日的公告。
- (2) 本集團已於2020年12月9日完成出售廣東耀達事宜。
- (3) 投資者認購內資股的所得款項為人民幣(折合的港元為當時匯率的估算值),而實際用款時的港元金額會因應匯率的波動而不同。

Upon the completion of the Investor Subscription, the conditions precedent to both of the First Tranche Placing and Second Tranche Placing have been satisfied and the Placing was completed on 18 April 2018. A total of 186,666,000 Placing Shares (new H Shares) have been placed to nine Placees at a Placing Price of HK\$1.42 per Placing Share (with a net price of approximately HK\$1.41 per Placing Share). The average market price and closing price of H Share on 17 July 2017, being which the Placing Agreement was entered into between the Company and the Placing Agent in relation to the Placing, was HK\$1.36 per H Share and HK\$1.37 per H Share, respectively. The Placing Shares were placed to cover the Initial Public Float Shortfall upon the completion of the Investor Subscription and the Possible Further Public Float Shortfall upon the completion of the Possible Shareholders' Transaction, with a view to maintaining the Public Float Requirement at all times.

Please refer to the 2017 Circular for further details regarding the reasons and benefits of issue of Placing Shares.

The net proceeds (after deducting the placing commission and relevant expenses) from the Placing (comprising the First Tranche Placing and the Second Tranche Placing) are approximately HK\$262.4 million.

於投資者認購完成後，第一批配售及第二批配售的先決條件均已達成且配售事項已於2018年4月18日完成。合共186,666,000股配售股份(新H股)已按每股配售股份1.42港元的配售價(淨配售價約為每股配售股份1.41港元)配售予九名承配人。H股於2017年7月17日(即本公司與配售代理就配售事項訂立配售協議之日期)的平均市場價格及收市價分別為每股H股1.36港元及每股H股1.37港元。配售配售股份乃為補足投資者認購完成後初始公眾持股量不足及潛在股東交易完成後潛在公眾持股量進一步不足，從而隨時滿足公眾持股量的規定。

有關發行配售股份的理由及裨益的進一步詳情請參閱2017通函。

配售事項(包括第一批配售及第二批配售)的所得款項淨額(經扣除配售佣金及相關開支)約為262.4百萬港元。

As at 30 June 2023, actual use of proceeds from Placing are as follows:

於2023年6月30日，配售事項所得款項的實際用途如下：

Net proceeds allocation	Intended use of the proceeds	Actual use of the proceeds as at 30 June 2023	Amount of proceeds brought forward to the current financial year (approximate) 結轉至本財政年度的所得款項金額(約)	Amount of the remaining proceeds as at 30 June 2023 (approximate) 於2023年6月30日之剩餘所得款項金額(約)	Expected time of utilisation 預期使用時間
所得款項淨額分配	所得款項擬定用途	於2023年6月30日所得款項的實際用途			
(i) Approximately 55% (i.e. approximately HK\$144.32 million of the proceeds)	(a) Approximately RMB60.00 million (equivalent to approximately HK\$67.79 million) will be used for capital injection in Guangdong Capital Investment.	Approximately RMB60.00 million (equivalent to approximately HK\$67.79 million) has been used for capital injection in Guangdong Capital Investment.	Nil	Nil	N/A
(i) 約55% (即所得款項約144.32百萬港元)	(a) 約人民幣60.00百萬元(相當於約67.79百萬港元)將用於向廣東資本管理注資。	約人民幣60.00百萬元(相當於約67.79百萬港元)將用於向廣東資本管理注資。	無	無	不適用
	(b) Approximately RMB50.00 million (equivalent to approximately HK\$56.49 million) will be used to establish the New Subsidiary as detailed in the 2022 June Circular.	Approximately HK\$56.49 million has been used to establish the New Subsidiary as detailed in the 2022 June Circular. <i>(Note 1)</i>	HK\$56.49 million	Nil	N/A
	(b) 約人民幣50.00百萬元(相當於約56.49百萬港元)將用於成立2022年6月通函中所披露的新子公司。	約56.49百萬港元已用於成立2022年6月通函中所披露的新子公司。 <i>(註1)</i>	56.49百萬港元	無	不適用
	(c) Approximately RMB17.73 million (equivalent to approximately HK\$20.04 million) will be used for general working capital and general corporate purposes of the Group.	Approximately HK\$20.04 million has been used for general working capital and general corporate purposes of the Group.	Nil	Nil	N/A
	(c) 約人民幣17.73百萬元(相當於約20.04百萬港元)將用作本集團的一般營運資金及一般公司用途。	約20.04百萬港元將用作本集團的一般營運資金及一般公司用途。	無	無	不適用
(ii) Approximately 35% (i.e. approximately HK\$91.84 million of the proceeds)	To establish the New Subsidiary as detailed in the 2022 June Circular.	Approximately HK\$91.84 million has been used to establish the New Subsidiary as detailed in the 2022 June Circular. <i>(Note 1)</i>	HK\$91.84 million	Nil	N/A
(ii) 約35% (即所得款項約91.84百萬港元)	成立2022年6月通函中所披露的新子公司。	約91.84百萬港元已用於成立2022年6月通函中所披露的新子公司。 <i>(註1)</i>	91.84百萬港元	無	不適用
(iii) Approximately 10% (i.e. approximately HK\$26.24 million of the proceeds)	General working capital purposes, of which approximately 6% will be used for the renovation of existing office premises of the Group and the setting up of new offices by the Group in Foshan to enhance its business network in the city and approximately 4% will be used for purchasing office equipment including computers and for upgrading the computer software.	HK\$15.744 million has been used for the renovation of existing office premises of the Group and the setting up of new offices by the Group in Foshan to enhance its business network in the city and HK\$10.496 million has been used for purchasing office equipment including computers and for upgrading the computer software.	Nil	Nil	N/A
(iii) 約10% (即所得款項約26.24百萬港元)	一般營運資金用途，其中約6%將用於本集團現有辦公場所翻新以及在佛山設立新辦事處以增強本集團在該市的業務網絡，約4%將用於購買辦公設備(包括電腦)及升級電腦軟件。	15,744百萬港元已被用於本集團現有辦公場所翻新以及在佛山設立新辦事處以增強本集團在該市的業務網絡，10,496百萬港元已被用於購買辦公設備(包括電腦)及升級電腦軟件。	無	無	不適用

Notes:

- (1) From 26 July 2022 to 28 July 2022, the Group, Foshan Hi-Tech and GD Yuecai have made the payment of registered capital of the New Subsidiary of RMB300 million in total. As at the date of this report, the New Subsidiary has obtained the approval of the Guangdong Financial Supervisory Authority* (廣東省地方金融監督管理局) and Foshan Administration for Market Regulation* (佛山市市場監督管理局), and is duly incorporated. For details, please refer to the announcement of the Company dated 6 February 2023.
- (2) For illustrative purpose only, conversion of RMB into HK\$ is based on the approximate exchange rate of HK\$1: RMB0.88507.

The actual and proposed use of net proceeds from the Listing, the Investor Subscription and the Placing aforementioned are consistent with the intended use of the proceeds disclosed in the announcements of the Company dated 26 September 2016 and 8 February 2021.

(III) Further change in expected time of utilisation of proceeds

In view of the continual stringent regulatory measures imposed on companies engaging in the financial industry in the PRC, certain proceeds from the Listing, the Investor Subscription and the Placing (collectively, the “**Proceeds**”) have not been used up according to the expected time of utilisation as disclosed in the announcement of the Company dated 8 February 2021.

註：

- (1) 由2022年7月26日至2022年7月28日，本集團、佛山高新技術及廣東粵財已繳納新子公司註冊資本共人民幣300百萬元。於本報告日期，新子公司已取得廣東省地方金融監督管理局及佛山市市場監督管理局的批准，並已正式成立。詳情請見本公司日期為2023年2月6日的公告。
- (2) 僅作說明用途，人民幣兌港元乃根據概約匯率1港元兌人民幣0.88507元進行兌換。

上述上市、投資者認購事項及配售事項的所得款項淨額的實際及擬定用途與本公司日期為2016年9月26日及2021年2月8日的公告所披露的所得款項擬定用途一致。

(III) 進一步變更所得款項之預期使用時間

鑒於中國持續對從事金融業的公司施加嚴格的監管措施，上市、投資者認購事項及配售事項的若干所得款項(統稱「**所得款項**」)並未按如本公司日期為2021年2月8日的公告所披露的預期使用時間使用。

The Board noted that, the PRC government and regulatory authorities remained stringent in the regulation and control over the financial industry to prevent systemic financial risks, and the approval procedures for investments in the financial industry continued to be strictly scrutinised and complicated. The establishment of, or investments in certain businesses, in particular finance leasing, factoring and asset management companies, are subject to prior-approval by relevant government authorities. Such industries are currently undergoing the stage of regulatory compliance enhancement and rectification, resulting in delay or suspension in certain approval process. Accordingly, during the first half of 2023, the Board remained having the view that it was no wise timing to deploy its resources to identify and execute its expansion or investments in the PRC financial industry.

As the development of the current regulatory regime remains uncertain, to optimise the Group's financial resources and enhance the cost efficiency of using the remaining proceeds, the Board has further revised the expected time of utilisation of the remaining proceeds as illustrated in the tables set out in sub-paragraphs headed "(I) Proceeds from the Listing" and "(II) Proceeds from investor subscription shares and placing of new H Shares" above. The Board will closely monitor the development of the regulatory regime and the market conditions of the PRC financial industry and actively explore suitable opportunities to achieve its expansion goal.

Significant Investments

As at 30 June 2023, save as disclosed under the paragraphs headed "Major business activities undertaken by the Group during the period" in this Management Discussion and Analysis, the Group had no significant investments.

董事會注意到，中國政府及監管機構對金融業的監管及控制持續嚴謹，以預防系統性金融風險，而投資金融業的審批程序持續受到嚴格且複雜審查。成立或投資若干業務，特別是融資租賃、保理及資產管理公司，須事先獲得有關政府機關的批准。有關行業目前正處於監管合規優化及整頓的階段，令若干審批程序推遲或暫停。因此，於2023年上半年，董事會仍然認為調配其資源以物色及實行其於中國金融業的擴張或投資不為明智之舉。

由於現行監管制度的發展仍存在不明朗因素，為優化本集團的財務資源及提高使用餘下所得款項的成本效益，董事會進一步變更餘下所得款項之預期使用時間，如上文「(一) 上市所得款項」及「(二) 投資者認購股份及配售新H股所得款項」分段所列表格所示。董事會將密切監察中國金融業的監管制度發展及市場狀況，並積極物色適當機遇，以實現其擴張目標。

重大投資

除本管理層討論與分析「本集團期內進行的主要業務活動」一段披露者外，本集團於2023年6月30日並無持有重大投資。

Material Acquisitions and Disposals of Subsidiaries, Associates and Joint Ventures

Save as disclosed under the paragraphs headed “Major business activities undertaken by the Group during the period” in this Management Discussion and Analysis, there were no material acquisitions or disposals of subsidiaries, associates or joint ventures for the six months ended 30 June 2023.

Future Plans for Material Investments or Capital Assets

The Group had no specific plan for material investments or capital assets as at 30 June 2023.

HUMAN RESOURCES

The total number of staff within the Group as at 30 June 2023 was 294 (31 December 2022: 307). As at 30 June 2023, the number of staff holding a bachelor’s degree or above was 255, accounting for 86.7% of its total number of staff; and the number of staff holding a junior college degree or below was 39, accounting for 13.3% of its total number of staff. The Directors believe that employees’ quality is the most important factor in maintaining the sustained development and growth of the Group and in raising its profitability. The Group offers a base salary with bonuses based on its employees’ performance and benefits and allowances to all its employees as an incentive. For the six months ended 30 June 2023, the Group incurred approximately RMB48.38 million (six months ended 30 June 2022: RMB33.36 million) as staff costs (including salaries, wages, bonuses and other benefits and contributions to retirement schemes). The Group also offers trainings to its new employees once a year. It believes both the performance-based salary and staff training play an important role in recruiting and retaining talent as well as enhancing employee loyalty.

The Group is required to participate in pension schemes organised by the respective local governments of the PRC whereby the Group is required to pay annual contributions for the PRC based employees at certain rate of the standard wages determined by the relevant authorities in the PRC during the year. The Group has complied with the relevant requirements during the six months ended 30 June 2023.

重大收購及出售子公司、聯營企業及合營企業

除本管理層討論與分析「本集團期內進行的主要業務活動」一段披露者外，截至2023年6月30日止六個月，並無重大收購或出售子公司、聯營企業或合營企業。

有關重大投資或資本資產的未來計劃

本集團於2023年6月30日並無有關重大投資或資本資產的具體計劃。

人力資源

於2023年6月30日，本集團的員工總數為294人(2022年12月31日：307人)。於2023年6月30日，其中擁有本科及以上學歷的員工為255人，佔員工總數的86.7%；而擁有大專及以下學歷的員工為39人，佔員工總數的13.3%。董事相信，僱員的素質是維持本集團持續發展、增長及提高其盈利能力的最重要因素。本集團向所有僱員提供基本薪金，以及與表現掛鈎的獎金、福利及津貼，作為獎勵。截至2023年6月30日止六個月，本集團的員工成本約人民幣48.38百萬元(截至2022年6月30日止六個月：人民幣33.36百萬元)(包括薪金、工資、獎金及其他福利以及退休計劃供款)。本集團亦為新僱員提供每年一次的培訓。相信，與表現掛鈎的薪金及員工培訓在招聘、挽留人才及提升僱員忠誠度方面擔當重要角色。

本集團須參與中國各地方政府組織的退休福利計劃且本集團須按年內中國相關機構釐定的標準工資的一定比率為中國僱員支付年度供款。本集團截至2023年6月30日止六個月期間已遵守相關規定。

DIRECTORS', CHIEF EXECUTIVES' AND SUPERVISORS' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY OR ANY OF ITS ASSOCIATED CORPORATION

As at 30 June 2023, the interests or short positions of Directors, chief executive or supervisors of the Company (the "Supervisors") in the shares, underlying shares and debentures of the Company or its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (the "SFO")) which were required, (a) to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they were taken or deemed to have under such provisions of the SFO) or (b) to be recorded in the register required to be kept under Section 352 of the SFO, or (c) to be notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") contained in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules") were as follows:

董事、主要行政人員及監事於本公司或其任何相聯法團的股份、相關股份及債券中擁有的權益及淡倉

於2023年6月30日，董事、本公司主要行政人員或監事（「監事」）於本公司或其任何相聯法團（定義見證券及期貨條例（「證券及期貨條例」）第XV部）之股份、相關股份及債券中持有須（a）根據證券及期貨條例第XV部第7及8分部通知本公司及聯交所之權益或淡倉（包括彼等根據證券及期貨條例之該等條文被當作或被視為持有之權益或淡倉）或（b）須記入根據證券及期貨條例第352條存置之登記冊內之權益或淡倉；或（c）根據香港聯合交易所有限公司證券上市規則（「上市規則」）所載的上市發行人董事進行證券交易的標準守則（「標準守則」）須通知本公司及聯交所之權益或淡倉列載如下：

Interest in Shares of the Company (the "Share(s)")

於本公司股份（「股份」）的權益

Name of Shareholder	Position	Nature of Interest	Number and class of Shares ⁽¹⁾	Approximate percentage of shareholding in the relevant class of Shares ⁽²⁾	Approximate percentage of shareholding in the total share capital of the Company ⁽³⁾
股東名稱	職位	權益性質	股份數目及類別 ⁽¹⁾	佔有關股份類別之概約持股百分比 ⁽²⁾	佔本公司股本總數之概約持股百分比 ⁽³⁾
Mr. Wu Liejin	Director	Beneficial owner	32,110,351 Domestic Shares (L)	3.19%	2.06%
吳列進先生	董事	實益擁有人	32,110,351股內資股(L)	3.19%	2.06%
Mr. Li Shenhua	Director	Beneficial owner	35,000,000 H Shares (L) 77,720,000 Domestic Shares (L)	6.31% 7.72%	2.24% 4.98%
李深華先生	董事	實益擁有人	35,000,000股H股(L) 77,720,000股內資股(L)	6.31% 7.72%	2.24% 4.98%
Mr Ou Weiming	Director	Beneficial owner	560,000 Domestic Shares (L)	0.06%	0.04%
歐偉明先生	董事	實益擁有人	560,000股內資股(L)	0.06%	0.04%
Ms. Huang Yuzhen	Supervisor	Beneficial owner	50,000 Domestic Shares (L)	0.01%	0.01%
黃瑜珍女士	監事	實益擁有人	50,000股內資股(L)	0.01%	0.01%

Name of Shareholder	Position	Nature of Interest	Number and class of Shares ⁽¹⁾	Approximate percentage of shareholding in the relevant class of Shares ⁽²⁾	Approximate percentage of shareholding in the total share capital of the Company ⁽³⁾
股東名稱	職位	權益性質	股份數目及類別 ⁽¹⁾	佔有關股份類別之概約持股百分比 ⁽²⁾	佔本公司股本總數之概約持股百分比 ⁽³⁾
Mr. Huang Shaoxiong	Supervisor	Beneficial owner	150,000 Domestic Shares (L)	0.01%	0.01%
黃少雄先生	監事	實益擁有人	150,000股內資股(L)	0.01%	0.01%

Notes:

- (1) The letter "L" denotes the person's long position in the Shares.
- (2) As at 30 June 2023, the number of issued domestic shares of the Company (the "Domestic Shares") and the H Shares were 1,006,429,353 and 554,363,334 respectively.
- (3) As at 30 June 2023, there were 1,560,792,687 Shares in the total issued share capital of the Company.

附註：

- (1) 字母「L」指該人士於股份的好倉。
- (2) 於2023年6月30日，本公司已發行內資股（「內資股」）及H股數目分別是1,006,429,353股及554,363,334股。
- (3) 於2023年6月30日，本公司已發行股本合共為1,560,792,687股。

Save as disclosed above, as at 30 June 2023, none of the Directors, the Supervisors, or the chief executives of the Company had any interests or short positions in any shares, underlying shares or debentures of the Company or its associated corporations (within the meaning of Part XV of SFO) which are required (a) to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they were taken or deemed to have under such provisions of the SFO) or (b) to be recorded in the register required to be kept under Section 352 of the SFO, or (c) to be notified to the Company and the Stock Exchange pursuant to the Model Code contained in the Listing Rules.

Interests in Associated Corporations

None of the Directors, the Supervisors, or the chief executives of the Company had any interests or short positions in any shares, underlying shares and debentures of associated corporations (within the meaning of Part XV of SFO) of the Company.

除上文所披露者外，於2023年6月30日，概無本公司董事、監事或主要行政人員於本公司或其相聯法團（定義見證券及期貨條例第XV部）的股份、相關股份或債券中，擁有須(a)根據證券及期貨條例第XV部第7及8分部通知本公司及聯交所之權益或淡倉（包括彼等根據證券及期貨條例之該等條文被當作或被視為持有之權益及淡倉）或(b)須記入根據證券及期貨條例第352條存置之登記冊內之權益或淡倉；或(c)根據上市規則所載的標準守則須知會本公司及聯交所之權益或淡倉。

於相聯法團的權益

概無本公司董事、監事或主要行政人員於本公司相聯法團（定義見證券及期貨條例第XV部）的股份、相關股份及債券中擁有任何權益或淡倉。

DIRECTORS' AND SUPERVISORS' RIGHTS TO ACQUIRE SHARES OR DEBENTURES

Except as disclosed in this report, none of the Directors or the Supervisors or any of their respective associates was granted by the Company or its subsidiaries any right to acquire Shares or debentures of the Company or any other body corporate, or had exercised any such right.

董事及監事收購股份或債券之權利

除於本報告所披露者外，概無董事及監事或彼等各自之聯繫人獲本公司或其子公司授予權利或行使任何該等權利以收購本公司或任何其他法人團體之股份或債券。

SUBSTANTIAL SHAREHOLDERS' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES

As at 30 June 2023, the persons (not being the Directors, Supervisors and the chief executive of the Company) or corporations having interests or short positions in the Shares or underlying Shares which were required to be notified to the Company and the Stock Exchange under Divisions 2 and 3 of Part XV of the SFO or recorded in the register required to be kept under section 336 of the SFO or who were directly and/or indirectly deemed to be interested in 5% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of the Company are listed as follows:

主要股東於股份及相關股份之權益及淡倉

於2023年6月30日，於股份或相關股份中擁有根據證券及期貨條例第XV部第2及3分部須知會本公司及聯交所之權益或淡倉，或記入根據證券及期貨條例第336條須置存之登記冊內之權益或淡倉，或被視作於附有權利可於任何情況下在本公司股東大會投票之任何類別股本之面值中直接及／或間接擁有5%或以上之權益之人士（並非本公司董事、監事及主要行政人員）或公司列載如下：

Name of Shareholders	Nature of Interest	Number and class of Shares ⁽¹⁾	Approximate percentage of shareholding in the relevant class of Shares ⁽²⁾	Approximate percentage of shareholding in the total share capital of the Company ⁽³⁾
股東名稱	權益性質	股份數目及類別 ⁽¹⁾	佔有關股份類別之概約持股百分比 ⁽²⁾	佔本公司股本總數之概約持股百分比 ⁽³⁾
Fojin Hongkong Limited ("Fojin HK") ⁽⁵⁾	Beneficial owner	164,164,000 H Shares (L)	29.61%	10.52%
佛金香港有限公司(「佛金香港」) ⁽⁵⁾	實益擁有人	164,164,000股H股(L)	29.61%	10.52%
Foshan Financial Investment Holding Co., Ltd.* ("Foshan Financial") ⁽⁵⁾	Interest of controlled corporation ⁽⁵⁾	164,164,000 H Shares (L)	29.61%	10.52%
佛山市金融投資控股有限公司(「佛山金控」) ⁽⁵⁾	於受控法團權益 ⁽⁵⁾	164,164,000股H股(L)	29.61%	10.52%
	Beneficial owner	239,854,838 Domestic Shares (L)	23.83%	15.37%
	實益擁有人	239,854,838股內資股(L)	23.83%	15.37%
	Interest of controlled corporation ⁽⁶⁾	33,002,680 Domestic Shares (L)	3.28%	2.11%
	於受控法團權益 ⁽⁶⁾	33,002,680股內資股(L)	3.28%	2.11%

Name of Shareholders 股東名稱	Nature of Interest 權益性質	Number and class of Shares ⁽¹⁾ 股份數目及類別 ⁽¹⁾	Approximate percentage of shareholding in the relevant class of Shares ⁽²⁾ 佔有關股份類別之概約持股百分比 ⁽²⁾	Approximate percentage of shareholding in the total share capital of the Company ⁽³⁾ 佔本公司股本總數之概約持股百分比 ⁽³⁾
Hong Kong Wellknown Development Limited ("Hong Kong Wellknown") ⁽⁷⁾ 香港華樂發展有限公司 〔香港華樂〕 ⁽⁷⁾	Beneficial owner 實益擁有人	87,268,000 H Shares (L) 87,268,000股H股(L)	15.74%	5.59%
Dragon Pearl Hong Kong Investment Development Limited ("Dragon Pearl") ⁽⁷⁾ 龍珠香港投資發展有限公司 〔龍珠〕 ⁽⁷⁾	Beneficial owner 實益擁有人	96,588,000 H Shares (L) 96,588,000股H股(L)	17.42%	6.19%
Wu Zhi Jian ⁽⁷⁾ 吳志堅 ⁽⁷⁾	Interest of controlled corporation 於受控法團權益	108,786,000 H Shares (L) 108,786,000股H股(L)	19.62%	6.97%
True Faith International Enterprise Limited ("True Faith International") ⁽⁴⁾ 真誠國際企業有限公司 〔真誠國際〕 ⁽⁴⁾	Beneficial owner 實益擁有人	30,414,000 H Shares (L) 30,414,000股H股(L)	5.49%	1.95%
True Faith Holdings (Hong Kong) Limited ("True Faith HK") ⁽⁴⁾ 真誠集團(香港)有限公司 〔真誠集團(香港)〕 ⁽⁴⁾	Interest of controlled corporation 於受控法團權益	30,414,000 H Shares (L) 30,414,000股H股(L)	5.49%	1.95%
Real Faith Enterprise (Hong Kong) Company Limited ("Real Faith") ⁽⁴⁾ 昭信企業(香港)有限公司 〔昭信〕 ⁽⁴⁾	Interest of controlled corporation 於受控法團權益	30,414,000 H Shares (L) 30,414,000股H股(L)	5.49%	1.95%
Guangdong Zhaoxin Group Holdings Co. Ltd.* ("Guangdong Zhaoxin") ⁽⁴⁾ 廣東昭信集團股份有限公司 〔廣東昭信〕 ⁽⁴⁾	Interest of controlled corporation 於受控法團權益	30,414,000 H Shares (L) 30,414,000股H股(L)	5.49%	1.95%

Notes:

- (1) The letter "L" denotes the person's long position in the Shares.
- (2) As at 30 June 2023, the number of issued Domestic Shares and the H Shares were 1,006,429,353 Shares and 554,363,334 Shares, respectively.
- (3) As at 30 June 2023, there were 1,560,792,687 Shares in the total issued share capital of the Company.
- (4) Based on the disclosure of interests form submitted by Guangdong Zhaoxin on 11 April 2019, True Faith International is wholly owned by True Faith HK, which is in turn wholly owned by Real Faith, which is in turn wholly owned by Guangdong Zhaoxin. Therefore, True Faith HK, Real Faith and Guangdong Zhaoxin were all deemed to be interested in the 30,414,000 H Shares held by True Faith International.
- (5) Foshan Financial holds 100% of Fojin HK and hence was deemed to be interested in the 164,164,000 H Shares of the Company held by Fojin HK.
- (6) Foshan Fuside Infrastructure Investment Co., Ltd.* (佛山市富思德基礎設施投資有限公司) ("Fuside") is wholly owned by Foshan Financial. Therefore, Foshan Financial was deemed to be interested in the 33,002,680 Domestic Shares held by Fuside. Taking into account the 239,854,838 Domestic Shares held by Foshan Financial, Foshan Financial was deemed to be interested in 272,857,518 Domestic Shares in total.
- (7) Based on the disclosure of interests form submitted by Hong Kong Wellknown on 14 April 2023, Hong Kong Wellknown, which is wholly owned by Dragon Pearl and in turn wholly owned by Mr. Wu Zhi Jian, was interested in 87,268,000 H Shares. Based on the disclosure of interests form submitted by Dragon Pearl on 2 May 2023, Dragon Pearl, which is wholly owned by Mr. Wu Zhi Jian, was interested in 96,588,000 H Shares. Based on the disclosure of interests form submitted by Mr. Wu Zhi Jian on 2 May 2023, Mr. Wu was interested in 108,786,000 H Shares in aggregate through corporations controlled by him.

Save as disclosed above, as at 30 June 2023, the Company is not aware of any other persons (not being the Directors, Supervisors or the chief executive of the Company) or corporations having interests or short positions in the Shares or underlying Shares of the Company which were required to be disclosed to the Company and the Stock Exchange under Divisions 2 and 3 of Part XV of the SFO or recorded in the register required to be kept under section 336 of the SFO or who were directly and/or indirectly deemed to be interested in 5% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of the Company.

附註：

- (1) 字母「L」指該人士於股份的好倉。
- (2) 於2023年6月30日，已發行的內資股及H股數目分別是1,006,429,353股及554,363,334股。
- (3) 於2023年6月30日，本公司已發行股本合共為1,560,792,687股。
- (4) 根據廣東昭信於2019年4月11日提交的權益披露表格，真誠國際由真誠集團(香港)全資擁有，而真誠集團(香港)由昭信全資擁有，昭信則由廣東昭信全資擁有。因此，真誠集團(香港)、昭信及廣東昭信均被視為於真誠國際持有的30,414,000股H股中擁有權益。
- (5) 佛山金控持有佛山香港的100%權益，因此佛山金控被視作持有佛山香港持有的本公司164,164,000股H股的權益。
- (6) 佛山市富思德基礎設施投資有限公司「(富思德)」由佛山金控全資擁有。因此，佛山金控被視作持有富思德持有的33,002,680股內資股的權益。經計及佛山金控持有的239,854,838股內資股，佛山金控被視為於合共272,857,518股內資股擁有權益。
- (7) 根據香港華樂於2023年4月14日提交的權益披露表格，香港華樂(由龍珠全資擁有，而後者由吳志堅先生全資擁有)於87,268,000股H股擁有權益。根據龍珠於2023年5月2日提交的權益披露表格，龍珠(由吳志堅先生全資擁有)於96,588,000股H股擁有權益。根據吳志堅先生於2023年5月2日提交的權益披露表格，吳先生透過彼所控制的法團於合共108,786,000股H股中擁有權益。

除上文所披露者外，於2023年6月30日，本公司並不知悉任何其他人士(並非本公司董事、監事及主要行政人員)或公司於本公司之股份或相關股份中擁有根據證券及期貨條例第XV部第2及3分部須向本公司及聯交所披露之權益或淡倉，或記入根據證券及期貨條例第336條須置存之登記冊內之權益或淡倉，或被視作於附有權利可於任何情況下在本公司股東大會投票之任何類別股本之面值中直接及/或間接擁有5%或以上之權益。

PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES

During the six months ended 30 June 2023, there was no purchase, sale and redemption by the Company or any of its subsidiaries of any listed securities of the Company.

AUDIT COMMITTEE AND REVIEW OF INTERIM REPORT

The audit committee of the Board (the “**Audit Committee**”) consists of five members, being Mr. Wu Xiangneng, Mr. Leung Hon Man and Mr. Wang Bo, who are independent non-executive Directors and Mr. Li Shenhua and Mr. Luo Zhenqing, who are non-executive Directors. Mr. Wu Xiangneng is the chairman of the Audit Committee. The unaudited consolidated interim financial statements for the six months ended 30 June 2023 and this interim report have been reviewed by the Audit Committee. This interim report has been prepared in accordance with the applicable disclosure provisions of the Listing Rules, and in compliance with Hong Kong Accounting Standard 34, Interim Financial Reporting issued by the Hong Kong Institute of Certified Public Accountants (the “**HKICPA**”).

CORPORATE GOVERNANCE

The Company is committed to maintaining high standards of corporate governance and has steered its development and protected the interests of the Shareholders in an enlightened and open manner. The Board has adopted the Corporate Governance Code (the “**CG Code**”) set out in Appendix 14 to the Listing Rules. For the six months ended 30 June 2023, except that Mr. Wu Liejin, an executive Director, has been performing the roles as the Chairman and the President, which deviates from provision C.2.1 of the CG Code, the Company had complied with the code provisions set out in the CG Code. The Board believes that vesting the roles of both Chairman and President in the same person has the benefit of ensuring consistent leadership within the Group and enables more effective and efficient overall strategic planning for the Group. The Board further believes that the balance of power and authority for the present arrangement will not be impaired and is adequately ensured by the current Board, which comprises experienced and high calibre individuals with sufficient number thereof being independent non-executive Directors. The Company will continue to review and enhance its corporate governance practices to ensure compliance with the CG Code.

購入、出售或贖回上市證券

於截至2023年6月30日止六個月內，本公司或其任何子公司並無購買、出售及贖回任何本公司上市證券。

審計委員會及中期報告審閱

董事會審計委員會(「**審計委員會**」)由五名成員組成，即獨立非執行董事吳向能先生、梁漢文先生及王波先生以及非執行董事李深華先生及羅振清先生。吳向能先生擔任審計委員會主席。審計委員會已審閱截至2023年6月30日止六個月之未經審核綜合中期財務報表及本中期報告。本中期報告乃根據上市規則的適用披露條文，並按照香港會計師公會(「**香港會計師公會**」)頒佈之香港會計準則第34號中期財務報告而編製。

企業管治

本公司一直致力維持高水準企業管治，以開明和開放的理念維護其發展及保障股東的權益。董事會已採納載列於上市規則附錄十四內的企業管治守則(「**企業管治守則**」)。截至2023年6月30日止六個月，除執行董事吳列進先生同時履行主席及總裁職責偏離了企業管治守則條文C.2.1外，本公司已遵守企業管治守則載列的守則條文。董事會認為，主席及總裁由同一人士擔任有利於確保本集團穩定的領導層，更加有效及高效執行本集團的整體策略計劃。董事會更認為，現有安排不會損害職能及權力之間的平衡，並由現時董事會充分保障。該董事會由經驗豐富的人才(當中由充足人數擔任獨立非執行董事)組成。本公司會繼續檢討及加強企業管治常規，確保符合企業管治守則。

MODEL CODE FOR SECURITIES TRANSACTIONS

The Company has adopted the Model Code as the code of practice for carrying out securities transactions by the Directors and Supervisors. Having made specific enquiry with all the Directors and Supervisors, they have confirmed full compliance with the relevant standards stipulated in the Model Code during the six months ended 30 June 2023.

INTEREST OF DIRECTORS IN A COMPETING BUSINESS

None of the Directors, the controlling Shareholders of the Company and their respective close associates had an interest in a business which competes or may compete with the business of the Group during the six months ended 30 June 2023.

CHANGES IN DIRECTORS' OR SUPERVISORS' INFORMATION

There are no changes of the Directors' or Supervisors' information required to be disclosed under Rule 13.51B(1) of the Listing Rules during the six months ended 30 June 2023.

EVENTS AFTER THE REPORTING PERIOD

From 30 June 2023 and up to the date of this interim report, the Group did not have any significant events.

進行證券交易的標準守則

本公司已採納標準守則為董事及監事證券交易之守則。經向全體董事及監事作出具體查詢後，全體董事及監事確認，截至2023年6月30日止六個月期間彼等已遵守標準守則所規定的相關標準。

董事於競爭業務之權益

截至2023年6月30日止六個月期間，本公司董事、控股股東及彼等各自之緊密聯繫人並無於任何與本集團業務構成競爭或可能構成競爭之業務中擁有權益。

董事或監事資料變更

於截至2023年6月30日止六個月，概無須根據上市規則第13.51B(1)條須予披露的其他董事或監事變更資料。

報告期後事項

由2023年6月30日至本中期報告日期，本集團並無任何重大事項。

By order of the Board
**Guangdong Join-Share Financing
Guarantee Investment Co., Ltd.***
Wu Liejin
Chairman of the Board
25 August 2023

* For identification purpose only

承董事會命
**廣東中盈盛達融資擔保
投資股份有限公司**
吳列進
董事長
2023年8月25日

* 僅供識別

REVIEW REPORT 審閱報告



Review Report to the Board of Directors of Guangdong Join-Share Financing Guarantee Investment Co., Ltd.

(Incorporated in the People's Republic of China with limited liability)

INTRODUCTION

We have reviewed the interim financial report set out on pages 56 to 136 which comprises the consolidated statement of financial position of Guangdong Join-Share Financing Guarantee Investment Co., Ltd. (the “**Company**”) and its subsidiaries (collectively the “**Group**”) as of 30 June 2023 and the related consolidated statement of profit or loss, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the condensed consolidated cash flow statement for the six month period then ended and explanatory notes. The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited require the preparation of an interim financial report to be in compliance with the relevant provisions thereof and Hong Kong Accounting Standard 34, *Interim financial reporting*, issued by the Hong Kong Institute of Certified Public Accountants. The directors are responsible for the preparation and presentation of the interim financial report in accordance with Hong Kong Accounting Standard 34.

Our responsibility is to form a conclusion, based on our review, on the interim financial report and to report our conclusion solely to you, as a body, in accordance with our agreed terms of engagement, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

SCOPE OF REVIEW

We conducted our review in accordance with Hong Kong Standard on Review Engagements 2410, *Review of interim financial information performed by the independent auditor of the entity*, issued by the Hong Kong Institute of Certified Public Accountants. A review of the interim financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Hong Kong Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

致廣東中盈盛達融資擔保投資股份有限公司董事會之審閱報告

(於中華人民共和國註冊成立的股份有限公司)

引言

我們已審閱列載於第56至136頁的中期財務報告，而此中期財務報告包括廣東中盈盛達融資擔保投資股份有限公司（「**貴公司**」）及其附屬公司（統稱「**貴集團**」）於2023年6月30日的綜合財務狀況表與截至該日止六個月期間的相關綜合損益表、綜合損益及其他全面收益表、綜合權益變動表及簡明綜合現金流量表以及解釋附註。香港聯合交易所有限公司證券上市規則規定，編製中期財務報告須符合上市規則中的相關規定及香港會計師公會頒佈的香港會計準則第34號「*中期財務報告*」的規定。董事須負責按照香港會計準則第34號編製及呈報中期財務報告。

我們的責任乃根據我們的審閱對中期財務報告作出結論，並按照我們雙方所協定的委聘條款，僅向全體董事會報告。除此以外，我們的報告不可用作其他用途。我們概不就本報告的內容，對任何其他人士負責或承擔責任。

審閱範圍

我們已根據香港會計師公會頒佈的香港審閱工作準則第2410號「*由實體的獨立核數師對中期財務資料進行的審閱*」進行審閱。中期財務報告審閱工作包括主要向負責財務會計事項的人員作出查詢，並實施分析及其他審閱程序。由於審閱的範圍遠較按照香港審計準則進行審計的範圍為小，故概不保證我們會注意到於審計中可能會被發現的所有重大事項。因此，我們不會發表任何審計意見。

CONCLUSION

Based on our review, nothing has come to our attention that causes us to believe that the interim financial report as at 30 June 2023 is not prepared, in all material respects, in accordance with Hong Kong Accounting Standard 34, *Interim financial reporting*.

結論

根據我們的審閱工作，我們並無發現任何事項，使我們相信於2023年6月30日的中期財務報告在所有重大方面並未按照香港會計準則第34號「中期財務報告」的規定編製。

KPMG

Certified Public Accountants

8th Floor, Prince's Building
10 Chater Road
Central, Hong Kong

25 August 2023

畢馬威會計師事務所

執業會計師

香港中環
遮打道10號
太子大廈8樓

2023年8月25日

CONSOLIDATED STATEMENT OF PROFIT OR LOSS

綜合損益表

for the six months ended 30 June 2023 — unaudited (Expressed in Renminbi) / 截至2023年6月30日止六個月 — 未經審核(以人民幣列示)

		Six months ended 30 June 截至6月30日止六個月		
		2023 2023年	2022 2022年	
		RMB'000 人民幣千元	RMB'000 人民幣千元	
		Note 附註		
Guarantee fee income	擔保費收入		108,571	93,175
Guarantee cost	擔保成本		(2,692)	(4,444)
Net guarantee fee income	擔保費收入淨額		105,879	88,731
Interest income	利息收入		64,994	65,165
Interest expenses	利息支出		(21,673)	(10,017)
Net interest income	利息收入淨額		43,321	55,148
Service fee from consulting services	諮詢服務費		11,048	15,473
Revenue	收益	3(a)	160,248	159,352
Other revenue	其他收益	4	4,825	18,855
Share of losses of associates	應佔聯營公司虧損		(4,058)	(4,321)
Provisions charged for guarantee losses	計提擔保賠償準備金		(13,210)	(24,088)
Impairment losses	減值損失	5(a)	(39,265)	(54,704)
Operating expenses	營運開支	5(b)/(c)	(70,570)	(51,111)
Profit before taxation	稅前利潤	5	37,970	43,983
Income tax	所得稅	6	10,573	(11,950)
Profit for the period	期內利潤		27,397	32,033

The Notes on pages 65 to 136 form part of this interim financial report.

第65頁至136頁之附註構成本中期財務報告之一部分。

for the six months ended 30 June 2023 — unaudited (Expressed in Renminbi) / 截至2023年6月30日止六個月 — 未經審核(以人民幣列示)

		Six months ended 30 June 截至6月30日止六個月	
		2023 2023年	2022 2022年
		RMB'000 人民幣千元	RMB'000 人民幣千元
		Note 附註	
Attributable to:	歸屬於：		
Equity shareholders of the Company	本公司股權持有人	19,798	25,953
Non-controlling interests	非控制性權益	7,599	6,080
Profit for the period	期內利潤	27,397	32,033
Earnings per share	每股收益		
Basic and diluted (RMB per share)	基本及稀釋 (人民幣元/股)	7	0.02
		0.01	

The Notes on pages 65 to 136 form part of this interim financial report. Details of dividends payable to equity shareholders of the Company are set out in Note 27(a).

第65頁至136頁之附註構成本中期財務報告之一部分。應付本公司股權持有人股息的詳情載於附註27(a)。

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

綜合損益及其他全面收益表

for the six months ended 30 June 2023 — unaudited (Expressed in Renminbi) / 截至2023年6月30日止六個月 — 未經審核(以人民幣列示)

		Six months ended 30 June 截至6月30日止六個月	
		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Profit for the period	期內利潤	27,397	32,033
Other comprehensive income for the period	期內其他全面收益		
Items that will not be reclassified to profit or loss:	不會重新歸類為損益的項目：		
Equity investment at fair value through other comprehensive income-net movement in fair value reserve (non-recycling)	按公允價值計入其他全面收益計量的股本投資 — 公允價值儲備變動淨額(不可回撥)	1,802	(4,280)
Income tax arises from financial assets measured at FVOCI	按公允價值計入其他全面收益計量的金融資產產生的所得稅	(451)	1,070
Other comprehensive income for the period	期內其他全面收益	1,351	(3,210)
Total comprehensive income for the period	期內全面收益總額	28,748	28,823
Attributable to:	歸屬於：		
Equity shareholders of the Company	本公司股權持有人	21,149	22,743
Non-controlling interests	非控制性權益	7,599	6,080
Total comprehensive income for the period	期內全面收益總額	28,748	28,823

The Notes on pages 65 to 136 form part of this interim financial report.

第65頁至136頁之附註構成本中期財務報告之一部分。

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

綜合財務狀況表

at 30 June 2023 — unaudited (Expressed in Renminbi) / 於2023年6月30日 — 未經審核(以人民幣列示)

			At 30 June 2023 於2023年 6月30日 RMB'000 人民幣千元	At 31 December 2022 於2022年 12月31日 RMB'000 人民幣千元
Assets	資產			
Cash and bank deposits	現金及銀行存款	8	976,453	1,085,492
Pledged deposits	存出保證金	9	300,300	329,782
Trade and other receivables	應收及其他應收款項	10	883,095	1,023,217
Loans and advances to customers	發放貸款及墊款	11	867,341	713,145
Factoring receivables	應收保理款項	12	253,146	179,659
Financial assets measured at FVOCI	按公允價值計入其他全面 收益計量的金融資產	13	70,686	76,163
Financial assets measured at FVPL	按公允價值計入損益計量 的金融資產	14	122,224	40,943
Receivable investments	應收款項類投資	15	24,787	26,151
Interest in associates	於聯營公司的權益	17	19,000	28,719
Fixed assets	固定資產	18(a)	21,400	26,403
Investment property	投資性房地產	18(b)	6,053	6,248
Intangible assets	無形資產	19	6,103	5,935
Goodwill	商譽		419	419
Inventory	存貨		13,594	—
Deferred tax assets	遞延稅項資產	26(c)	165,527	128,862
Total assets	資產總計		3,730,128	3,671,138
Liabilities	負債			
Interest-bearing borrowings	計息借款	20	93,823	162,872
Debt securities issued	已發行債務證券	21	509,246	510,838
Liabilities from guarantees	擔保負債	22	335,021	300,769
Customer pledged deposits	存入保證金	23(a)	57,797	71,260
Accruals and other payables	應計及其他應付款項	23(b)	191,894	140,327
Other financial instrument	其他金融工具	24	142,994	113,173
Financial liabilities measured at FVPL	按公允價值計入損益計量 的金融負債	25	7,526	1,818
Lease liabilities	租賃負債		14,577	18,965
Deferred tax liabilities	遞延稅項負債	26(c)	—	156
Total liabilities	負債總計		1,352,878	1,320,178
NET ASSETS	淨資產		2,377,250	2,350,960

The Notes on pages 65 to 136 form part of this interim financial report.

第65頁至136頁之附註構成本中期財務報告之一部分。

CONSOLIDATED STATEMENT OF FINANCIAL POSITION (CONTINUED)
綜合財務狀況表(續)

at 30 June 2023 — unaudited (Expressed in Renminbi) / 於2023年6月30日 — 未經審核(以人民幣列示)

			At 30 June 2023 於2023年 6月30日 RMB'000 人民幣千元	At 31 December 2022 於2022年 12月31日 RMB'000 人民幣千元
CAPITAL AND RESERVES	資本及儲備	27		
Share capital	股本		1,560,793	1,560,793
Reserves	儲備		471,094	504,573
Total equity attributable to equity shareholders of the Company	本公司股權持有人應佔權益合計		2,031,887	2,065,366
Non-controlling interests	非控制性權益		345,363	285,594
TOTAL EQUITY	權益總計		2,377,250	2,350,960

Approved and authorised for issue by the board of directors on 25 August 2023. 董事會於2023年8月25日批准及授權發佈。

Wu Liejin
吳列進

Executive Director and Chairman
執行董事兼董事長

Company Stamp
公司印章

The Notes on pages 65 to 136 form part of this interim financial report.

第65頁至136頁之附註構成本中期財務報告之一部分。

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

綜合權益變動表

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for the six months ended 30 June 2023 — unaudited (Expressed in Renminbi) / 截至2023年6月30日止六個月 — 未經審核(以人民幣列示)

		Attributable to equity shareholders of the Company 歸屬於本公司股權持有人										
		Share capital	Share premium	Capital reserve	Fair value reserve	Surplus reserve	General reserve	Other financial instrument- equity component	Retained earnings	Total	Non-controlling interests	Total equity
		股本	股本溢價	資本公積	公允價值公積	盈餘公積	一般風險準備	其他金融工具—權益部分	留存收益	總計	非控制性權益	權益合計
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
		Note 27(b)	Note 27(c)(i)	Note 27(c)(ii)	Note 27(c)(iii)	Note 27(c)(iv)	Note 27(c)(v)	Note 27(c)(vi)				
		附註27(b)	附註27(c)(i)	附註27(c)(ii)	附註27(c)(iii)	附註27(c)(iv)	附註27(c)(v)	附註27(c)(vi)				
Balance at 31 December 2021	於2021年12月31日的餘額	1,560,793	133,773	4,002	1,127	136,113	149,917	—	115,970	2,101,695	267,091	2,368,786
Changes in equity for 2022:	2022年的權益變動：											
Profit for the year	年內利潤	—	—	—	—	—	—	—	42,582	42,582	9,909	52,491
Other comprehensive income	其他全面收益	—	—	—	(2,579)	—	—	—	—	(2,579)	—	(2,579)
Total comprehensive income	全面收益合計	—	—	—	(2,579)	—	—	—	42,582	40,003	9,909	49,912
Purchase equity interest from non-controlling interest	向非控制性權益購買股權	—	—	2,061	—	—	—	—	—	2,061	(16,561)	(14,500)
Capital increase in subsidiaries	向子公司增資	—	—	(352)	—	—	—	—	—	(352)	35,002	34,650
Appropriation to surplus reserve	提取盈餘公積	—	—	—	—	4,799	—	—	(4,799)	—	—	—
Appropriation to general reserve	提取一般風險準備	—	—	—	—	—	6,268	—	(6,268)	—	—	—
Dividends approved in respect of the previous year	上一年度已批准的股息	—	—	—	—	—	—	—	(78,041)	(78,041)	(9,847)	(87,888)
Balance at 31 December 2022	於2022年12月31日的餘額	1,560,793	133,773	5,711	(1,452)	140,912	156,185	—	69,444	2,065,366	285,594	2,350,960

The Notes on pages 65 to 136 form part of this interim financial report.

第65頁至136頁之附註構成本中期財務報告之一部分。

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (CONTINUED)
綜合權益變動表(續)

for the six months ended 30 June 2023 — unaudited (Expressed in Renminbi) / 截至2023年6月30日止六個月 — 未經審核(以人民幣列示)

		Attributable to equity shareholders of the Company 歸屬於本公司股權持有人										
		Share capital	Share premium	Capital reserve	Fair value reserve	Surplus reserve	General reserve	Other financial instrument-equity component	Retained earnings	Total	Non-controlling interests	Total equity
		股本	股本溢價	資本公積	公允價值	盈餘公積	一般風險準備	其他金融工具	留存收益	總計	非控制性	權益合計
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
		Note 27(b)	Note 27(c)(i)	Note 27(c)(ii)	Note 27(c)(iii)	Note 27(c)(iv)	Note 27(c)(v)	Note 27(c)(vi)				
		附註27(b)	附註27(c)(i)	附註27(c)(ii)	附註27(c)(iii)	附註27(c)(iv)	附註27(c)(v)	附註27(c)(vi)				
Balance at 31 December 2022	於2022年12月31日的餘額	1,560,793	133,773	5,711	(1,452)	140,912	156,185	—	69,444	2,065,366	285,594	2,350,960
Changes in equity for 2023:	2023年的權益變動:											
Profit for the period	期內利潤	—	—	—	—	—	—	—	19,798	19,798	7,599	27,397
Other comprehensive income	其他全面收益	—	—	—	1,351	—	—	—	—	1,351	—	1,351
Total comprehensive income	全面收益總額	—	—	—	1,351	—	—	—	19,798	21,149	7,599	28,748
Capital increase in subsidiaries from non-controlling interests	非控制性權益向子公司增資	—	—	—	—	—	—	—	—	—	60,500	60,500
Other comprehensive income carried forward to retained earnings	其他綜合收益結轉留存收益	—	—	—	(1,145)	—	—	—	1,145	—	—	—
Appropriation to surplus reserve	提取盈餘公積	—	—	—	—	—	—	—	—	—	—	—
Appropriation to general reserve	提取一般風險準備	—	—	—	—	—	2,355	—	(2,355)	—	—	—
Dividends approved in respect of the previous year	上一年度已批准的股息	—	—	—	—	—	—	—	(54,628)	(54,628)	(8,330)	(62,958)
Balance at 30 June 2023	於2023年6月30日的餘額	1,560,793	133,773	5,711	(1,246)	140,912	158,540	—	33,404	2,031,887	345,363	2,377,250

The Notes on pages 65 to 136 form part of this interim financial report.

第65頁至136頁之附註構成本中期財務報告之一部分。

CONDENSED CONSOLIDATED CASH FLOW STATEMENT

簡明綜合現金流量表

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for the six months ended 30 June 2023 — unaudited (Expressed in Renminbi) / 截至2023年6月30日止六個月 — 未經審核(以人民幣列示)

		Six months ended 30 June 截至6月30日止六個月	
		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
		Note 附註	
Operating activities	經營活動		
Cash generated/(used in) operations	經營所產生/(所用)現金		65,871
PRC income tax paid	支付的中國所得稅	26(a)	(160,751)
			(49,465)
Net cash generated/(used in) operating activities	經營活動所產生/(所用)現金淨額		16,406
			(181,202)
Investing activities	投資活動		
Investment income	投資收益		2,737
Proceeds from disposal of financial assets	處置金融資產所產生的現金		2,232
Proceeds from disposal of associated company	處置聯營公司所產生的現金		7,571
Proceeds from disposal of subsidiary	處置子公司所產生的現金		1,460
Increase in term deposits with banks	銀行定期存款增加		6,703
Payments on purchase of financial assets	購買金融資產支付的現金		—
Acquisition of investment in associate	收購於聯營公司的投資		191
Payments for the purchase of fixed assets and other non-current assets	購買固定資產及其他非流動資產支付的現金		(40,338)
			(81,163)
			(40,000)
			—
			(500)
			(2,407)
			(1,055)
Net cash used in investing activities	投資活動所用現金淨額		(121,376)
			(78,201)
Financing activities	融資活動		
Proceeds from non-controlling interests for capital increase to subsidiaries	非控制性權益向子公司增資所產生的現金		60,500
Proceeds from issuing other financial instruments	發行其他金融工具所產生的現金		—
Proceeds from new borrowings	取得新借款所產生的現金		30,000
Repayment of borrowings	償還借款		—
Interest of other financial instruments	其他金融工具利息		124,700
Capital element of lease rentals paid	已付租金的資本部分		(69,000)
Interest element of lease rentals paid	已付租金的利息部分		(64,000)
Interest of debt securities issued	已發行債務證券利息		(6,200)
Dividends paid	已付股息		(5,780)
Purchase of equity interests of a subsidiary from non-controlling interests	自非控制性權益收購子公司股權		(2,641)
Other cash flows arising from financing activities	融資活動所產生的其他現金流量		(2,829)
			(319)
			(454)
			(11,960)
			(11,960)
			(9,948)
			(7,456)
			—
			(1,000)
			(5,726)
			(6,803)
Net cash (used in)/generated from financing activities	融資活動(所用)/所產生現金淨額		(15,294)
			24,418

The Notes on pages 65 to 136 form part of this interim financial report.

第65頁至136頁之附註構成本中期財務報告之一部分。

CONDENSED CONSOLIDATED CASH FLOW STATEMENT (CONTINUED)
簡明綜合現金流量表(續)

for the six months ended 30 June 2023 — unaudited (Expressed in Renminbi) / 截至2023年6月30日止六個月 — 未經審核(以人民幣列示)

		Six months ended 30 June 截至6月30日止六個月	
		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
	Note 附註		
Net decrease in cash and cash equivalents	現金及現金等價物減少淨額	(120,264)	(234,985)
Cash and cash equivalents at 1 January	1月1日現金及現金等價物	844,624	782,441
Effect of foreign exchange rate changes	外匯匯率波動所產生的影響	711	5,485
Cash and cash equivalents at 30 June	6月30日現金及現金等價物	725,071	552,941

The Notes on pages 65 to 136 form part of this interim financial report.

第65頁至136頁之附註構成本中期財務報告之一部分。

NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT

未經審核中期財務報告附註

(Expressed in Renminbi unless otherwise indicated) / (除文義另有所指外，均以人民幣列示)

1 BASIS OF PREPARATION

This interim financial report has been prepared in accordance with the applicable disclosure provisions of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, including compliance with Hong Kong Accounting Standard (HKAS) 34, *Interim financial reporting*, issued by the Hong Kong Institute of Certified Public Accountants (HKICPA). It was authorised for issue on 25 August 2023.

The interim financial report has been prepared in accordance with the same accounting policies adopted in the 2022 annual financial statements, except for the accounting policy changes that are expected to be reflected in the 2023 annual financial statements. Details of any changes in accounting policies are set out in Note 2.

The preparation of an interim financial report in conformity with HKAS 34 requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses on a year to date basis. Actual results may differ from these estimates.

This interim financial report contains condensed consolidated financial statements and selected explanatory notes. The notes include an explanation of events and transactions that are significant to an understanding of the changes in financial position and performance of the Group since the 2022 annual financial statements. The condensed consolidated interim financial statements and notes thereon do not include all of the information required for a full set of financial statements prepared in accordance with Hong Kong Financial Reporting Standards (“**HKFRSs**”).

The interim financial report is unaudited, but has been reviewed by KPMG in accordance with Hong Kong Standard on Review Engagements 2410, *Review of interim financial information performed by the independent auditor of the entity*, issued by the HKICPA. KPMG’s independent review report to the Board of Directors is included on pages 54 to 55.

1 編製基礎

本中期財務報告乃根據香港聯合交易所有限公司證券上市規則的適用披露條文編製，包括遵照香港會計師公會（「香港會計師公會」）頒佈的香港會計準則（「香港會計準則」）第34號「*中期財務報告*」。本中期財務報告已於2023年8月25日獲授權刊發。

中期財務報告乃根據2022年度財務報表所採用的相同會計政策而編製，但預期將於2023年度財務報表中反映的會計政策變動除外。任何會計政策變動詳情載於附註2。

編製符合香港會計準則第34號的中期財務報告時，管理層須作出判斷、估計及假設，有關判斷、估計及假設會影響政策的應用及年初至今資產及負債、收入及費用的呈報金額。實際結果可能與該等估計不同。

本中期財務報告載有簡明綜合財務報表及經選取的解釋附註。附註包括對瞭解本集團自2022年度財務報表刊發以來財務狀況及表現所出現的變動而言屬重要的事件和交易的說明。簡明綜合中期財務報表及其附註並不包括根據香港財務報告準則（「**香港財務報告準則**」）編製的整份財務報表所規定的所有資料。

中期財務報告乃未經審核，惟畢馬威會計師事務所已經根據香港會計師公會所頒佈之香港審閱工作準則第2410號「*由實體的獨立核數師對中期財務資料進行的審閱*」進行審閱。畢馬威會計師事務所為董事會編製之獨立審閱報告載於第54至55頁。

(Expressed in Renminbi unless otherwise indicated) / (除文義另有所指外，均以人民幣列示)

2 CHANGES IN ACCOUNTING POLICIES

The Group has applied the following amendments to HKFRSs issued by the HKICPA to these financial statements for the current accounting period:

- Amendments to HKAS 8, Accounting policies, *changes in accounting estimates and errors: Definition of accounting estimates*
- Amendments to HKAS 12, Income taxes: *Deferred tax related to assets and liabilities arising from a single transaction*

None of these amendments has had a material effect on how the Group's results and financial position for the current or prior periods have been prepared or presented in this interim financial report.

The Group has not applied any new standard or interpretation that is not yet effective for the current accounting period.

2 會計政策的變動

本集團已於本會計期間對該等財務報表應用下列由香港會計師公會頒佈的香港財務報告準則修訂：

- 香港會計準則第8號之修訂，會計政策，會計估計變動及錯誤：會計估計的定義
- 香港會計準則第12號之修訂，所得稅：與單一交易產生的資產及負債有關的遞延稅項

概無該等修訂對本中期財務報告內本集團當期或過往期間業績及財務狀況的編製或呈列方式產生重大影響。

本集團並無採納任何於本會計期間尚未生效的新準則或詮釋。

(Expressed in Renminbi unless otherwise indicated) / (除文義另有所指外，均以人民幣列示)

3 REVENUE AND SEGMENT REPORTING

(a) Revenue

The principal activities of the Group are provision of credit guarantee, loans and advances to customers, provision of factoring services and related consulting services in the PRC. Revenue represents net guarantee fee income, net interest income and service fee from consulting services. The amount of each significant category of net fee and interest income recognised in revenue is as follows:

3 收益及分部報告

(a) 收益

本集團的主要業務是在中國向客戶提供信貸擔保、發放貸款及墊款、提供保理服務及相關諮詢服務。收益指擔保費淨收入、利息淨收入及諮詢服務費收入。各主要類別下於收益確認的淨費用及利息收入載列如下：

		Six months ended 30 June 截至6月30日止六個月	
		2023 2023年 RMB'000 人民幣千元 (unaudited) (未經審核)	2022 2022年 RMB'000 人民幣千元 (unaudited) (未經審核)
Guarantee fee income	擔保費收入		
Financing guarantee fee income	融資擔保費收入	87,636	69,882
Performance guarantee fee income	履約擔保費收入	20,935	23,293
Subtotal	小計	108,571	93,175
Guarantee cost	擔保成本		
Re-guarantee expenses	再擔保開支	(2,027)	(998)
Risk management service expense	風險管理服務開支	(665)	(3,446)
Subtotal	小計	(2,692)	(4,444)
Net guarantee fee income	擔保費淨收入	105,879	88,731
Interest income	利息收入		
— Loans and advances to customers	— 發放貸款及墊款	39,396	37,258
— Cash at banks and pledged bank deposits	— 銀行存款及存出擔保保證金	12,231	7,140
— Factoring service	— 保理服務	9,811	10,683
— Trade and other receivables	— 應收及其他應收款項	3,556	4,318
— Other financial instruments	— 其他金融工具	—	5,766
Subtotal	小計	64,994	65,165
Interest expenses	利息開支		
— Debt securities issued	— 已發行債務證券	(10,368)	(5,873)
— Other financial instruments	— 其他金融工具	(6,021)	—
— Interest-bearing borrowings	— 計息借款	(3,145)	(3,683)
— Others	— 其他	(2,139)	(461)
Subtotal	小計	(21,673)	(10,017)
Net interest income	利息淨收入	43,321	55,148
Service fee from consulting services	諮詢服務費	11,048	15,473
Revenue	收益	160,248	159,352

3 REVENUE AND SEGMENT REPORTING (Continued)**(a) Revenue (Continued)**

The Group's customer base is diversified and has no customer with whom transactions have exceeded 10% of the Group's net guarantee fee, net interest income and service fee from consulting services during the six months ended 30 June 2023 and 2022. Details of concentrations of credit risk are set out in Note 28(a).

(b) Segment reporting

The Group manages its business by business lines. Consistent with the way in which information is reported internally to the Group's most senior executive management for the purposes of resource allocation and performance assessment, the Group defines reporting segments based on the following operating segments:

Guarantee business

This segment represents the provision of a range of guarantee services and related consulting service to customers. These guarantee services include financing guarantee, performance guarantee and litigation guarantee. The consulting services include debt financing, internal control and risk management related consulting services to the guarantee customers.

SME lending

This segment represents the provision of a range of loan and related financing consulting services to the small and medium sized and micro enterprises ("SME enterprises") or the owners of SME enterprises.

3 收益及分部報告(續)**(a) 收益(續)**

本集團擁有多元化的客戶基礎，截至2023年及2022年6月30日止六個月，未有交易超過本集團淨擔保費用、利息淨收入及諮詢服務費收入10%的客戶。有關集中信貸風險的詳情載列於附註28(a)。

(b) 分部報告

本集團根據業務鏈進行業務管理。與就資源分配及績效評估向本集團最高行政管理層內部呈報資料的方式一致，本集團以下列經營分部為基礎，確定了報告分部：

擔保業務

該分部指向客戶提供一系列的擔保服務及相關諮詢服務。該等擔保服務包括融資擔保、履約擔保及訴訟擔保。諮詢服務包括提供予擔保客戶的債務融資、內部控制及風險管理相關諮詢服務。

中小微企業貸款業務

該分部指向中小微企業(「**中小微企業**」)或中小微企業的擁有人提供一系列的貸款及相關融資諮詢服務。

(Expressed in Renminbi unless otherwise indicated) / (除文義另有所指外，均以人民幣列示)

3 REVENUE AND SEGMENT REPORTING (Continued)

(b) Segment reporting (Continued)

Others

This segment represents the aggregation of other non-significant business lines and the operational results of the headquarters.

(i) Segment results, assets and liabilities

For the purposes of assessing segment performance and allocating resources between segments, the Group's senior executive management monitors the results, assets and liabilities attributable to each reportable segment on the following bases:

Segment assets include all tangible, intangible assets and current assets with the exception of deferred tax assets. Segment liabilities include all liabilities managed directly by the segments.

Revenue and expenses are allocated to the reportable segments with reference to revenue generated by those segments and the expenses incurred by those segments or which otherwise arise from the depreciation or amortisation of assets attributable to those segments.

3 收益及分部報告(續)

(b) 分部報告(續)

其他業務

該分部指其他非重大業務線及總部之經營業績。

(i) 分部業績、資產及負債

為評價各個分部的分部業績及向其配置資源，本集團最高行政管理層會監察歸屬於各個報告分部的業績、資產及負債，該等信息的編製基礎如下：

分部資產包括所有有形資產、無形資產及流動資產，但不包括遞延稅項資產。分部負債包括所有由各分部直接管理的負債。

收益與開支乃經參考該等分部產生的收益及該等分部產生的開支或歸屬於該等分部的資產發生的折舊或攤銷所產生的費用分配至各個報告分部。

(Expressed in Renminbi unless otherwise indicated) / (除文義另有所指外，均以人民幣列示)

3 REVENUE AND SEGMENT REPORTING (Continued)

(b) Segment reporting (Continued)

Others (Continued)

(i) Segment results, assets and liabilities (Continued)

Information regarding the Group's reportable segments as provided to the Group's most senior executive management for the purpose of resource allocation and assessment of segment performance for the six months ended 30 June 2023 and 2022 are set out below:

3 收益及分部報告(續)

(b) 分部報告(續)

其他業務(續)

(i) 分部業績、資產及負債(續)

針對截至2023年及2022年6月30日止六個月分配資源及評價分部業績，提呈予本集團最高行政管理層的本集團分部報告相關資料載列如下：

		Six months ended 30 June 2023 (unaudited) 截至2023年6月30日止六個月(未經審核)		
		Guarantee business 擔保業務 RMB'000 人民幣千元	SME lending and others 中小微企業貸 款及其他業務 RMB'000 人民幣千元	Total 合計 RMB'000 人民幣千元
Guarantee fee income	擔保費收入	108,571	—	108,571
Guarantee cost	擔保成本	(2,692)	—	(2,692)
Interest income	利息收入	23,596	41,398	64,994
Interest expenses	利息開支	(17,534)	(4,139)	(21,673)
Service fee from consulting services	諮詢服務費	5,231	5,817	11,048
Reportable segment revenue	可報告分部收益	117,172	43,076	160,248
Other revenue	其他收益	3,938	887	4,825
Share of losses of associates	應佔聯營公司 虧損	(2,848)	(1,210)	(4,058)
Provisions charged for guarantee losses	計提擔保賠償準 備金	(13,210)	—	(13,210)
Impairment losses	減值損失	(31,876)	(7,389)	(39,265)
Operating expenses	營運開支	(51,559)	(19,011)	(70,570)
Reportable segment profit before taxation	可報告分部稅前 利潤	21,617	16,353	37,970
Segment assets	分部資產	3,613,088	1,919,123	5,532,211
Segment liabilities	分部負債	1,198,218	919,490	2,117,708

(Expressed in Renminbi unless otherwise indicated) / (除文義另有所指外，均以人民幣列示)

3 REVENUE AND SEGMENT REPORTING (Continued)

3 收益及分部報告(續)

(b) Segment reporting (Continued)

(b) 分部報告(續)

Others (Continued)

其他業務(續)

(i) Segment results, assets and liabilities (Continued)

(i) 分部業績、資產及負債(續)

		Six months ended 30 June 2022 (unaudited) 截至2022年6月30日止六個月(未經審核)		
		Guarantee business 擔保業務 RMB'000 人民幣千元	SME lending and others 中小微企業貸 款及其他業務 RMB'000 人民幣千元	Total 合計 RMB'000 人民幣千元
Guarantee fee income	擔保費收入	93,175	—	93,175
Guarantee cost	擔保成本	(4,444)	—	(4,444)
Interest income	利息收入	6,525	58,640	65,165
Interest expenses	利息開支	(5,873)	(4,144)	(10,017)
Service fee from consulting services	諮詢服務費	10,914	4,559	15,473
Reportable segment revenue	可報告分部收益	100,297	59,055	159,352
Other revenue	其他收益	13,045	5,810	18,855
Share of losses of associates	應佔聯營公司 虧損	(4,321)	—	(4,321)
Provisions charged for guarantee losses	計提擔保賠償準 備金	(24,088)	—	(24,088)
Impairment losses	減值損失	(46,674)	(8,030)	(54,704)
Operating expenses	營運開支	(32,129)	(18,982)	(51,111)
Reportable segment profit before taxation	可報告分部稅前 利潤	6,130	37,853	43,983
Segment assets	分部資產	2,704,577	1,426,783	4,131,360
Segment liabilities	分部負債	1,511,175	424,315	1,935,490

3 REVENUE AND SEGMENT REPORTING (Continued)**(b) Segment reporting (Continued)****Others (Continued)****(ii) Reconciliation of reportable segment assets****3 收益及分部報告(續)****(b) 分部報告(續)****其他業務(續)****(ii) 可報告分部資產對賬**

			At 30 June 2023 於2023年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 30 June 2022 於2022年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)
Assets	資產			
Reportable segment assets	可報告分部資產		5,532,211	4,131,360
Deferred tax assets	遞延稅項資產	26(c)	165,527	103,983
Elimination of inter-segment receivables	抵銷分部間應收款		(1,967,610)	(762,082)
Consolidated total assets	綜合資產合計		3,730,128	3,473,261
Liabilities	負債			
Reportable segment liabilities	可報告分部負債		2,117,708	1,935,490
Deferred tax liabilities	遞延稅項負債	26(c)	—	17
Elimination of inter-segment receivables	抵銷分部間應收款		(764,830)	(759,685)
Consolidated total liabilities	綜合負債合計		1,352,878	1,175,822

(Expressed in Renminbi unless otherwise indicated) / (除文義另有所指外，均以人民幣列示)

4 OTHER REVENUE

4 其他收益

		Six months ended 30 June 截至6月30日止六個月	
		2023 2023年 RMB'000 人民幣千元 (unaudited) (未經審核)	2022 2022年 RMB'000 人民幣千元 (unaudited) (未經審核)
Government grant	政府補助金	3,655	5,440
Investment income from financial assets measured at FVPL	按公允價值計入損益計量的金融資產之投資收入	1,456	1,228
Gains on disposal of an associate	出售一家聯營公司的收益	1,042	—
Investment income of receivable investments	應收款項類投資之投資收入	715	740
Foreign exchange gains	匯兌收益	711	5,485
Investment income from financial assets measured at FVOCI	按公允價值計入其他全面收益計量的金融資產之投資收入	566	264
Fair value changes on financial assets and liabilities measured at FVPL	按公允價值計入損益計量的金融資產及負債之公允價值變動	(5,290)	2,856
Others	其他	1,970	2,842
		4,825	18,855

5 PROFIT BEFORE TAXATION

5 稅前利潤

Profit before taxation is arrived at after charging/(crediting):

稅前利潤已扣除/(計入):

(a) Impairment and provision charged/(written back)

(a) 減值及撥備計提/(撥回)

		Six months ended 30 June 截至6月30日止六個月	
		2023 2023年 RMB'000 人民幣千元 (unaudited) (未經審核)	2022 2022年 RMB'000 人民幣千元 (unaudited) (未經審核)
Receivables for default guarantee payments	應收違約擔保付款		
Receivables from guarantee customers	應收擔保客戶款項	19,208	35,151
Loans and advances to customers	發放貸款及墊款	11,881	11,522
Interest receivables	應收利息	4,338	5,867
Factoring receivables	應收保理款項	4,059	—
Others	其他	(3,428)	2,197
		3,207	(33)
		39,265	54,704

5 PROFIT BEFORE TAXATION (Continued)**(b) Staff costs**

		Six months ended 30 June 截至6月30日止六個月	
		2023 2023年 RMB'000 人民幣千元 (unaudited) (未經審核)	2022 2022年 RMB'000 人民幣千元 (unaudited) (未經審核)
Salaries, wages, bonuses and other benefits	薪金、工資、獎金及其他福利	44,662	29,689
Contributions to retirement schemes	退休計劃供款	3,714	3,666
		48,376	33,355

The Group is required to participate in pension schemes organized by the respective local governments of the People's Republic of China (the "PRC") whereby the Group is required to pay annual contributions for PRC based employees at certain rate of the standard wages determined by the relevant authorities in the PRC during the period. The Group has no other material obligation for payment of retirement benefits to the PRC based employees beyond the annual contributions described above.

本集團須參與中華人民共和國(「中國」)當地政府組織的養老金計劃, 當中本集團須每年為中國僱員繳付供款, 供款按中國相關部門在期內釐定的標準工資的若干比例繳納。除上述的年度供款外, 本集團在向中國僱員支付退休福利方面並無其他重大責任。

(c) Other items

		Six months ended 30 June 截至6月30日止六個月	
		2023 2023年 RMB'000 人民幣千元 (unaudited) (未經審核)	2022 2022年 RMB'000 人民幣千元 (unaudited) (未經審核)
Depreciation and amortization	折舊及攤銷	7,772	5,558
Auditors' remuneration	核數師酬金	1,120	1,063

5 稅前利潤(續)**(b) 員工成本****(c) 其他項目**

(Expressed in Renminbi unless otherwise indicated) / (除文義另有所指外，均以人民幣列示)

6 INCOME TAX IN THE CONSOLIDATED STATEMENT OF PROFIT OR LOSS

6 綜合損益表中所得稅

(a) Taxation in the consolidated statement of profit or loss:

(a) 綜合損益表中稅項：

		Six months ended 30 June 截至6月30日止六個月	
		2023 2023年 RMB'000 人民幣千元 (unaudited) (未經審核)	2022 2022年 RMB'000 人民幣千元 (unaudited) (未經審核)
		Note 附註	
Current tax	即期稅項		
Provision for PRC income tax for the period	期內計提的中國所得稅撥備	26(a)	47,506
Deferred tax	遞延稅項		
Origination and reversal of temporary differences	暫時性差異的產生及撥回	26(b)	(36,891)
Over-provision in previous year	去年超額計提		
Over-provision in previous year	去年超額計提		(42)
Income tax expense	所得稅開支		10,573

(b) Reconciliation between tax expense and accounting profit at applicable tax rates:

(b) 按適用稅率計算的稅項開支與會計利潤的對賬：

		Six months ended 30 June 截至6月30日止六個月	
		2023 2023年 RMB'000 人民幣千元 (unaudited) (未經審核)	2022 2022年 RMB'000 人民幣千元 (unaudited) (未經審核)
		Note 附註	
Profit before taxation	稅前利潤		37,970
Notional tax on profit before taxation, calculated at 25%	按照25%稅率計算的稅前利潤的名義稅項	(i)/(ii)	9,493
Tax effect of subsidiary using different taxation rate	使用不同稅率的子公司的稅項影響		(99)
Tax effect of non-deductible expenses	不可抵扣開支的稅項影響		101
Over-provision in previous year	去年超額計提		(42)
Others	其他		1,120
Actual income tax expense	實際所得稅開支		10,573

6 INCOME TAX IN THE CONSOLIDATED STATEMENT OF PROFIT OR LOSS (Continued)**(b) Reconciliation between tax expense and accounting profit at applicable tax rates: (Continued)**

- (i) According to the PRC Corporate Income Tax ("CIT") Law that took effect on 1 January 2008, the Company and the Group's PRC subsidiaries are subject to PRC income tax at the statutory tax rate of 25%.
- (ii) The provision for Hong Kong Profits Tax for 2023 is calculated at 7.5%. Join-Share Financial Holdings Co., Limited located in Hong Kong is subject to Hong Kong Profits Tax at the statutory tax rate of 7.5% during 2023 and 2022.

7 EARNINGS PER SHARE**(a) Basic earnings per share**

The calculation of basic earnings per share is based on the profit attributable to ordinary equity shareholders of the Company of RMB19,798,000 (six months ended 30 June 2022: RMB25,953,000) and the weighted average of 1,560,793,000 ordinary shares (30 June 2022: 1,560,793,000 shares) in issue during the interim period.

(b) Diluted earnings per share

There were no dilutive potential ordinary shares during the six months ended 30 June 2023 and 2022, therefore, diluted earnings per share are the same as the basic earnings per share.

6 綜合損益表中所得稅(續)**(b) 按適用稅率計算的稅項開支與會計利潤的對賬：(續)**

- (i) 根據於2008年1月1日生效的中國企業所得稅(「**企業所得稅**」)法，本公司及本集團的中國子公司須按法定稅率25%繳納中國所得稅。
- (ii) 2023年香港利得稅撥備按7.5%計算。位於香港的中盈盛達金融控股有限公司於2023年及2022年須按7.5%的法定稅率繳納香港利得稅。

7 每股收益**(a) 每股基本收益**

每股基本收益根據歸屬於本公司普通股權持有人的利潤人民幣19,798,000元(截至2022年6月30日止六個月：人民幣25,953,000元)及中期期間已發行1,560,793,000股普通股(2022年6月30日：1,560,793,000股股份)的加權平均數計算。

(b) 每股稀釋收益

截至2023年及2022年6月30日止六個月，概無潛在稀釋普通股，故每股稀釋收益等同每股基本收益。

(Expressed in Renminbi unless otherwise indicated) / (除文義另有所指外，均以人民幣列示)

8 CASH AND BANK DEPOSITS

8 現金及銀行存款

		At 30 June 2023 於2023年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 31 December 2022 於2022年 12月31日 RMB'000 人民幣千元 (audited) (經審核)
Cash in hand	庫存現金	19	24
Cash at banks	銀行存款	725,052	844,600
Cash and cash equivalents in the condensed consolidated cash flow statement	簡明綜合現金流量表的現金及現金等價物	725,071	844,624
Term deposits with banks	銀行定期存款	66,058	11,050
Restricted bank deposits	受限的銀行存款	182,594	226,350
Accrued interest	應計利息	973,723 2,730	1,082,024 3,468
		976,453	1,085,492

The Group's operation of guarantees and loans to customers services in the PRC are conducted in RMB. RMB is not a freely convertible currency and the remittance of RMB out of the PRC is subject to the relevant rules and regulations of foreign exchange control promulgated by the PRC government. Restricted bank deposits mainly represent certificates of deposit pledged for customers to obtain bank loans. As at 30 June 2023, the Group's demand deposits restricted for use due to judicial freeze amounted to RMB12,036,000 (31 December 2022: RMB6,902,000).

For the purpose of the consolidated cash flow statement, the Group's restricted bank deposits and term deposits with banks have been excluded from cash and cash equivalents.

9 PLEDGED DEPOSITS

Pledged deposits represent the deposits at banks and other financial institutions for the financing guarantees that the Group provides to third parties in respect of their borrowings from banks and other financial institutions.

本集團在中國經營向客戶提供的擔保及貸款服務以人民幣進行。人民幣並非可自由兌換的貨幣，將人民幣匯出中國境外須受中國政府頒佈的相關外匯管制規則及法規所規限。受限的銀行存款主要指為客戶取得銀行貸款而質押的存單。於2023年6月30日，因司法凍結，本集團使用受限的活期存款為人民幣12,036,000元（2022年12月31日：人民幣6,902,000元）。

就綜合現金流量表而言，本集團受限的銀行存款及銀行定期存款已自現金及現金等價物扣除。

9 存出保證金

存出保證金指本集團就第三方自銀行及其他金融機構獲取的借款向第三方提供融資擔保而須存放於銀行及其他金融機構的保證金。

(Expressed in Renminbi unless otherwise indicated) / (除文義另有所指外, 均以人民幣列示)

10 TRADE AND OTHER RECEIVABLES

10 應收及其他應收款項

			At 30 June 2023 於2023年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 31 December 2022 於2022年 12月31日 RMB'000 人民幣千元 (audited) (經審核)
Receivables for default guarantee payments	應收違約擔保付款	(i)/10(a)(i)	501,614	474,459
Less: Allowance for doubtful debts	減: 呆賬撥備	10(b)(i)	(146,969)	(127,754)
			354,645	346,705
Receivables from guarantee customers	應收擔保客戶款項	(ii)/10(a)(ii)	181,091	182,742
Less: Allowance for doubtful debts	減: 呆賬撥備	10(b)(ii)	(60,081)	(48,200)
			121,010	134,542
Interest receivables	應收利息		8,083	9,375
Less: Allowance for interest receivables	減: 應收利息撥備		(4,059)	(2,473)
			4,024	6,902
Prepayment to a related party	向關聯方的預付款項		105,854	92,600
Trade debtors	貿易應收賬款	(iii)	73,150	47,488
Loan to related parties	授予關聯方的貸款	(iv)	82,264	67,260
Receivables from debt purchased	應收已購債項	(v)	56,130	54,574
Prepayment for investment	用於投資的預付款項	(vi)	—	210,000
Other receivables	其他應收款項		8,233	5,756
			325,631	477,678
Deposits and prepayments	按金及預付款項		53,912	27,494
Repossessed assets	抵債資產	(vii)	23,873	29,896
			77,785	57,390
			883,095	1,023,217

(Expressed in Renminbi unless otherwise indicated) / (除文義另有所指外，均以人民幣列示)

10 TRADE AND OTHER RECEIVABLES (Continued)

- (i) During the six months ended 30 June 2023, the Group disposed of receivables for default guarantee payments amounted to RMB17,613,000 (2022: RMB2,333,000) with no allowances for doubtful debts (2022: RMB nil), including considerations of overdue interests and penalty interests amounted to RMB21,500,000 (2022: RMB700,000). Due to the debt transfer can be revoked under specific conditions as stipulated in the contract, the receivables for default guarantee payments have not been derecognized.
- (ii) During the six months ended 30 June 2023, the Group did not dispose of receivables from guarantee customers (2022: RMB5,593,000) with no allowances for doubtful debts (2022: RMB nil), without recourse to other parties at considerations (including considerations of overdue interests and penalty interests) (2022: RMB5,193,000).
- (iii) Trade debtors includes the grant receivable from Foshan Financing Guarantee Fund. According to relevant documents such as Foshan Caijin [2023] No. 21 regarding the subsidy of guarantee fees for financing guarantee funds in Foshan, the Group shall charge a subsidy of 1% of the actual business amount for loan guarantee projects with guarantee rates reduced to no more than 1% per year for financing guarantee fund projects carried out from June 4, 2022. As of 30 June 2023, the grant receivable from the Foshan Financing Guarantee Fund by the Group include cooperation projects that occurred from June 4, 2022 to December 31, 2022, amounted to RMB27,840,217 (2022: nil).

10 應收及其他應收款項(續)

- (i) 截至2023年6月30日止六個月，本集團出售應收違約擔保付款為人民幣17,613,000元(2022年：人民幣2,333,000元)，未計提呆帳撥備(2022年：人民幣零元)，其中包括逾期利息及罰息的代價人民幣21,500,000元(2022年：人民幣700,000元)。由於債務轉讓於合同規定的特定條件下可以撤銷，並未取消確認應收違約擔保付款。
- (ii) 於截至2023年6月30日止六個月內，本集團並無按代價(包括逾期利息及罰息的代價)(2022年：人民幣5,193,000元)出售無追索權且無呆賬撥備(2022年：人民幣零元)應收擔保客戶款項予其他各方(2022年：人民幣5,593,000元)。
- (iii) 貿易應收賬款包括佛山市融資擔保基金應收款項。根據佛山財金[2023]第21號等相關文件，內容有關佛山市融資擔保資金擔保費補貼，對於2022年6月4日起實施的融資擔保基金項目，本集團對擔保利率降至每年不超過1%的貸款擔保項目應按實際營業額的1%收取補貼。截至2023年6月30日，本集團應收佛山市融資擔保基金款項包括2022年6月4日至2022年12月31日發生的合作項目，金額為人民幣27,840,217元(2022年：零)。

(Expressed in Renminbi unless otherwise indicated) / (除文義另有所指外，均以人民幣列示)

10 TRADE AND OTHER RECEIVABLES (Continued)

- (iv) The interest on the loan to related parties is 8% per annum.
- (v) On 28 December 2018, the Group entered into a debt purchase contract with Guangdong Join-Share Holding Co., Ltd. such that the Group purchased the creditor's right and relevant interests, amounting to RMB41,874,000, of Foshan Zhongsheng Properties Co., Ltd. at a price of RMB42,094,000. The Group is entitled to 12% fixed interest on the principal of RMB26,000,000. During the six months ended 30 June 2023, the interest income is RMB1,560,000 (six months period ended 30 June 2022: RMB1,560,000).
- (vi) In 2022, the Group entered into a shareholders' agreement with Guangdong Utrust Financing Guarantee Group Co., Ltd. ("**Guangdong Utrust**") and Foshan High-Tech Industry Investment Development Company Limited, to establish a joint venture, Guangdong Zhongying Shengda Finance Guarantee Company Limited (the "**New Company**") with a registered capital of RMB300,000,000. As of 31 December 2022, the Company paid a capital contribution of RMB210,000,000, accounting for 70.00% of the capital contribution of the New Company. The New Company was formally established on 3 February 2023.
- (vii) In 2022, the Group entered into an agreement to transfer a group of repossessed assets amounted to RMB9,004,800 to a third party irrevocably for RMB9,004,800, which has been received in advance. The transfer procedures of this group of repossessed assets were completed in the first half of 2023. Please see Note 23(b)(iii).

10 應收及其他應收款項(續)

- (iv) 授予關聯方的貸款年利率為8%。
- (v) 於2018年12月28日，本集團與廣東中盈盛達控股股份有限公司訂立債務購買合約，因此本集團購入佛山市中盈置業有限公司總值人民幣41,874,000元的債權人權利及相關權益，作價人民幣42,094,000元。本集團有權收取本金人民幣26,000,000元按固定利率12%計算的利息。截至2023年6月30日止六個月，利息收入為人民幣1,560,000元(截至2022年6月30日止六個月：人民幣1,560,000元)。
- (vi) 於2022年，本集團與廣東粵財融資擔保集團有限公司(「**廣東粵財**」)和佛山高新技術產業投資發展有限公司訂立股東協議，以成立合資企業廣東中盈盛達融資擔保有限公司(「**新公司**」)，註冊資本為人民幣300,000,000元。截至2022年12月31日，本公司的出資額為人民幣210,000,000元，佔新公司出資額的70.00%。新公司於2023年2月3日正式成立。
- (vii) 於2022年，本集團訂立協議，以人民幣9,004,800元不可撤銷地將一組已預收抵債資產轉讓予第三方。該組抵債資產的轉讓程序已於2023年上半年完成。請參閱附註23(b)(iii)。

(Expressed in Renminbi unless otherwise indicated) / (除文義另有所指外，均以人民幣列示)

10 TRADE AND OTHER RECEIVABLES (Continued)

(a) Ageing analysis:

As of the end of the reporting period, the ageing analysis of receivables for default guarantee payments and receivables from guarantee customers, based on the transaction date and net of allowance for doubtful debts, are as follows:

(i) Receivables for default guarantee payments

		At 30 June 2023 於2023年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 31 December 2022 於2022年 12月31日 RMB'000 人民幣千元 (audited) (經審核)
Within 1 year	一年以內	163,067	188,646
Over 1 year but less than 2 years	超過一年但少於兩年	147,704	103,372
Over 2 years but less than 3 years	超過兩年但少於三年	50,479	52,879
Over 3 years but less than 5 years	超過三年但少於五年	102,102	87,636
Over 5 years	五年以上	38,262	41,926
Subtotal	小計	501,614	474,459
Less: Allowance for doubtful debts	減：呆賬撥備	(146,969)	(127,754)
		354,645	346,705

Receivables for default guarantee payments are due from the date of payment. Further details on the Group's credit policy are set out in Note 28(a).

應收違約擔保付款於付款日期到期。本集團信貸政策進一步資料載列於附註28(a)。

10 應收及其他應收款項(續)

(a) 賬齡分析：

於報告期末，根據交易日期及扣除呆賬撥備後的應收違約擔保付款及應收擔保客戶款項的賬齡分析如下：

(i) 應收違約擔保付款

10 TRADE AND OTHER RECEIVABLES (Continued)**(a) Ageing analysis: (Continued)****(ii) Receivables from guarantee customers**

		At 30 June 2023 於2023年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 31 December 2022 於2022年 12月31日 RMB'000 人民幣千元 (audited) (經審核)
Within 1 year	一年以內	3,000	22,841
Over 1 year but less than 2 years	超過一年但少於兩年	46,590	26,391
Over 2 year but less than 3 years	超過兩年但少於三年	29,120	27,198
Over 3 years but less than 5 years	超過三年但少於五年	28,596	28,498
Over 5 years	五年以上	73,785	77,814
Subtotal	小計	181,091	182,742
Less: allowance for doubtful debts	減: 呆賬撥備	(60,081)	(48,200)
		121,010	134,542

Receivables from guarantee customers are due from the date of payment. Further details on the Group's credit policy are set out in Note 28(a).

應收擔保客戶款項於付款日期到期。本集團信貸政策進一步資料載列於附註28(a)。

10 應收及其他應收款項(續)**(a) 賬齡分析:(續)****(ii) 應收擔保客戶款項**

(Expressed in Renminbi unless otherwise indicated) / (除文義另有所指外，均以人民幣列示)

10 TRADE AND OTHER RECEIVABLES (Continued)

(b) Impairment of receivables for default guarantee payments and receivables from guarantee customers:

Impairment losses in respect of receivables for default guarantee payments and receivables from guarantee customers are recorded using an allowance unless the Group is satisfied that recovery of the amount is remote, in which case the impairment losses are written off against receivables for default guarantee customers and receivables from guarantee customers.

(i) Receivables for default guarantee payments

		At 30 June 2023 於2023年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 31 December 2022 於2022年 12月31日 RMB'000 人民幣千元 (audited) (經審核)
As at 1 January	於1月1日	127,754	78,491
Impairment losses recognised in the consolidated statement of profit or loss	於綜合損益表確認的減值損失	19,208	56,615
Amounts written off	核銷金額	—	(7,352)
Amounts recovered	收回已核銷金額	7	—
As at 30 June/ 31 December	於6月30日/ 12月31日	146,969	127,754

10 應收及其他應收款項(續)

(b) 應收違約擔保付款及應收擔保客戶款項減值：

應收違約擔保付款及應收擔保客戶款項的減值損失以撥備賬記錄，除非本集團認為收回有關款項的機會甚微，在該情況下，減值損失將從應收違約擔保客戶及應收擔保客戶款項核銷。

(i) 應收違約擔保付款

(Expressed in Renminbi unless otherwise indicated) / (除文義另有所指外, 均以人民幣列示)

10 TRADE AND OTHER RECEIVABLES (Continued)**(b) Impairment of receivables for default guarantee payments and receivables from guarantee customers: (Continued)****(ii) Receivables from guarantee customers**

		30 June 2023 (unaudited) 2023年6月30日(未經審核)			Total 合計 RMB'000 人民幣千元
		12-month ECL 12個月預期 信貸虧損 RMB'000 人民幣千元	Lifetime ECL not credit- impaired 無信貸減值 的生命週期 預期信貸 虧損 RMB'000 人民幣千元	Lifetime ECL credit- impaired 存在信貸減 值的生命週 期預期信貸 虧損 RMB'000 人民幣千元	
As at 1 January 2023	於2023年1月1日	—	739	47,461	48,200
Transfer to lifetime ECL credit-impaired	轉撥至存在信貸減值的生命週期預期信貸虧損	—	(61)	61	—
Net re-measurement of loss allowance	虧損準備重新計量淨額	—	231	11,364	11,595
Receivables from guarantee customers newly originated	來自新發放客戶擔保的應收款項	—	230	56	286
As at 30 June 2023	於2023年6月30日	—	1,139	58,942	60,081

		31 December 2022 2022年12月31日			Total 合計 RMB'000 人民幣千元
		12-month ECL 12個月預期 信貸虧損 RMB'000 人民幣千元	Lifetime ECL not credit- impaired 無信貸減值 的生命週期 預期信貸 虧損 RMB'000 人民幣千元	Lifetime ECL credit- impaired 存在信貸減 值的生命週 期預期信貸 虧損 RMB'000 人民幣千元	
As at 1 January 2022	於2022年1月1日	—	8,267	37,292	45,559
Transfer to lifetime ECL credit-impaired	轉撥至存在信貸減值的生命週期預期信貸虧損	—	(8,267)	8,267	—
Net re-measurement of loss allowance	虧損準備重新計量淨額	—	—	203	203
Receivables from guarantee customers newly originated	來自新發放客戶擔保的應收款項	—	739	1,699	2,438
As at 31 December 2022	於2022年12月31日	—	739	47,461	48,200

10 應收及其他應收款項(續)**(b) 應收違約擔保付款及應收擔保客戶款項減值:(續)****(ii) 應收擔保客戶款項**

(Expressed in Renminbi unless otherwise indicated) / (除文義另有所指外，均以人民幣列示)

11 LOANS AND ADVANCES TO CUSTOMERS

11 發放貸款及墊款

(a) Analysed by nature

(a) 按性質分析

		At 30 June 2023 於2023年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 31 December 2022 於2022年 12月31日 RMB'000 人民幣千元 (audited) (經審核)
Entrusted loans	委託貸款	397,698	231,418
Micro-lending	小額貸款	538,566	550,739
Gross loans and advances to customers	發放貸款及墊款總額	936,264	782,157
Accrued interest	應計利息	10,230	5,800
Total allowances for impairment losses	減值損失準備總額	(79,153)	(74,812)
Net loans and advances to customers	發放貸款及墊款淨額	867,341	713,145

(b) Analysed by industry sector

(b) 按行業分析

		At 30 June 2023 於2023年6月30日 (unaudited) (未經審核)		At 31 December 2022 於2022年12月31日 (audited) (經審核)	
		RMB'000 人民幣千元	%	RMB'000 人民幣千元	%
Wholesale and retail	批發和零售業	390,794	42%	301,036	38%
Service sector	服務業	372,553	40%	370,869	48%
Manufacturing	製造業	142,917	15%	110,252	14%
Construction	建造業	30,000	3%	—	0%
Gross loans and advances to customers	發放貸款及墊款總額	936,264	100%	782,157	100%

11 LOANS AND ADVANCES TO CUSTOMERS
(Continued)**11 發放貸款及墊款(續)****(c) Analysed by type of collateral****(c) 按擔保方式分析**

		At 30 June 2023 於2023年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 31 December 2022 於2022年 12月31日 RMB'000 人民幣千元 (audited) (經審核)
Secured loans	有抵押貸款	484,030	434,393
Unsecured loans	無抵押貸款	173,364	35,208
Others	其他貸款	278,870	312,556
Gross loans and advances to customers	發放貸款及墊款總額	936,264	782,157

- Secured Loans: Secured loans refer to loans and advances which are secured by collateral that meets the following standards: (i) such collateral has been registered with the relevant governmental authorities; (ii) the market value of such collateral can be easily observed; and (iii) the Group has priorities over other beneficiaries on such collateral. Such collateral mainly includes real estate properties and land use rights;
- Unsecured Loans: Unsecured loans refer to loans and advances which are not secured by collateral or counter-guaranteed;
- Others: Others refer to loans and advances guaranteed by guarantors, or secured by collateral, the market value of which may be subject to depreciation or cannot be easily observed, or on which the Group does not have priorities over other beneficiaries. Such collateral includes real estate properties that cannot be registered, land use rights, and account receivables that have been registered, vehicles, machineries, inventories and equity interests.

- 有抵押貸款：有抵押貸款指由符合下列標準的抵押品作抵押的貸款及墊款：(i)該抵押品已向相關政府機關登記；(ii)該抵押品的市場價值可輕易找出；及(iii)本集團相比其他受益人對該抵押品享有優先受償權。該類抵押品主要包括房地產及土地使用權；
- 無抵押貸款：無抵押貸款指並無抵押品作抵押或反擔保的貸款及墊款；
- 其他貸款：其他貸款指由擔保人擔保，或由市值可能貶值或不容易獲得或本集團相比其他受益人無優先受償權的抵押品作抵押的貸款及墊款。該類抵押品包括不可登記的房地產、土地使用權，以及已登記的應收賬款、汽車、機器、存貨及股權。

(Expressed in Renminbi unless otherwise indicated) / (除文義另有所指外，均以人民幣列示)

11 LOANS AND ADVANCES TO CUSTOMERS (Continued)

11 發放貸款及墊款(續)

(d) Overdue loans analysed by overdue period

(d) 已逾期貸款的逾期期限分析

		At 30 June 2023 於2023年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 31 December 2022 於2022年 12月31日 RMB'000 人民幣千元 (audited) (經審核)
Overdue within 3 months (inclusive)	逾期三個月以內(含三 個月)	6,862	10,596
Overdue more than 3 months to 6 months (inclusive)	逾期三個月至六個月 (含六個月)	22,415	67
Overdue more than 6 months to one year (inclusive)	逾期六個月至一年(含 一年)	10,130	1,268
Overdue more than one year	逾期一年以上	104,679	105,449
		144,086	117,380

Overdue loans represent loans and advances, of which the whole or part of the principal or interest were overdue for one day or more.

已逾期貸款指全部或部分本金或利息逾期一天或以上的貸款及墊款。

(Expressed in Renminbi unless otherwise indicated) / (除文義另有所指外，均以人民幣列示)

11 LOANS AND ADVANCES TO CUSTOMERS (Continued)

11 發放貸款及墊款(續)

(e) Analysed by methods for assessing allowances for impairment losses

(e) 按減值損失準備評估方式分析

		30 June 2023 (unaudited) 2023年6月30日(未經審核)			
		12-month ECL	Lifetime ECL not credit- impaired	Lifetime ECL credit- impaired	Total
		無信貸減值 的生命週期 預期信貸 虧損	無信貸減值 的生命週期 預期信貸 虧損	存在信貸減 值的生命週 期預期信貸 虧損	合計
		RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元
Entrusted loans	委託貸款	295,000	—	102,698	397,698
Micro-lending	小額貸款	478,754	2,508	57,304	538,566
Gross loans and advances to customers	發放貸款及墊款總額	773,754	2,508	160,002	936,264
Less: Allowances for impairment losses	減：減值損失準備	(27,188)	(553)	(51,412)	(79,153)
Net loans and advances to customers (excluding accrued interest)	發放貸款及墊款淨額 (不包括應計利息)	746,566	1,955	108,590	857,111

		31 December 2022 (audited) 2022年12月31日(經審核)			
		12-month ECL	Lifetime ECL not credit- impaired	Lifetime ECL credit- impaired	Total
		無信貸減值 的生命週期 預期信貸 虧損	無信貸減值 的生命週期 預期信貸 虧損	存在信貸減 值的生命週 期預期信貸 虧損	合計
		RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元
Entrusted loans	委託貸款	127,000	—	104,418	231,418
Micro-lending	小額貸款	522,411	7,780	20,548	550,739
Gross loans and advances to customers	發放貸款及墊款總額	649,411	7,780	124,966	782,157
Less: Allowances for impairment losses	減：減值損失準備	(26,271)	(1,416)	(47,125)	(74,812)
Net loans and advances to customers (excluding accrued interest)	發放貸款及墊款淨額 (不包括應計利息)	623,140	6,364	77,841	707,345

(Expressed in Renminbi unless otherwise indicated) / (除文義另有所指外，均以人民幣列示)

11 LOANS AND ADVANCES TO CUSTOMERS (Continued)

11 發放貸款及墊款(續)

(f) Movements of allowances for impairment losses

(f) 減值損失準備變動

		30 June 2023 (unaudited) 2023年6月30日(未經審核)			
		12-month ECL	Lifetime ECL not credit- impaired	Lifetime ECL credit- impaired	Total
		12個月預期 信貸虧損	無信貸減值 的生命週期 預期信貸 虧損	存在信貸減 值的生命週 期預期信貸 虧損	合計
		RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元
As at 1 January 2023	於2023年1月1日	26,271	1,416	47,125	74,812
Transfer to lifetime ECL not credit-impaired	轉撥至無信貸減值的生命週期預期信貸虧損	(136)	136	—	—
Transfer to lifetime ECL credit-impaired	轉撥至存在信貸減值的生命週期預期信貸虧損	(1,460)	(965)	2,425	—
Net re-measurement of loss allowance	虧損準備重新計量淨額	(14,631)	(299)	(481)	(15,411)
Loans and advances newly originated	產生的新貸款及墊款	17,144	265	2,340	19,749
Recoveries	收回	—	—	3	3
Write-offs	核銷	—	—	—	—
As at 30 June 2023	於2023年6月30日	27,188	553	51,412	79,153

		31 December 2022 (audited) 2022年12月31日(經審核)			
		12-month ECL	Lifetime ECL not credit- impaired	Lifetime ECL credit- impaired	Total
		12個月預期 信貸虧損	無信貸減值 的生命週期 預期信貸 虧損	存在信貸減 值的生命週 期預期信貸 虧損	合計
		RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元
As at 1 January 2022	於2022年1月1日	19,133	—	37,329	56,462
Transfer to lifetime ECL not credit-impaired	轉撥至無信貸減值的生命週期預期信貸虧損	(54)	54	—	—
Transfer to lifetime ECL credit-impaired	轉撥至存在信貸減值的生命週期預期信貸虧損	(166)	—	166	—
Net re-measurement of loss allowance	虧損準備重新計量淨額	(18,627)	124	16,164	(2,339)
Loans and advances newly originated	新發放貸款及墊款	25,985	1,238	1,799	29,022
Write-offs	核銷	—	—	(8,333)	(8,333)
As at 31 December 2022	於2022年12月31日	26,271	1,416	47,125	74,812

12 FACTORING RECEIVABLES

12 應收保理款項

			At 30 June 2023 於2023年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 31 December 2022 於2022年 12月31日 RMB'000 人民幣千元 (audited) (經審核)
Factoring receivables	應收保理款項	(i)	292,487	222,428
Less: allowances for factoring receivables	減: 應收保理款項 準備		(39,341)	(42,769)
			253,146	179,659

(i) As at 30 June 2023, none of factoring receivables is pledged for bank loan. Please see Note 20.

(i) 於2023年6月30日, 並無應收保理款項為銀行貸款作質押。請參閱附註20。

(a) Ageing analysis

As at 30 June 2023, the ageing analysis of receivables for factoring business, based on the invoices date and net of allowance for doubtful debts, is as follows:

(a) 賬齡分析

於2023年6月30日, 保理業務應收款項(扣除呆賬撥備)按發票日期的賬齡分析如下:

			At 30 June 2023 於2023年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 31 December 2022 於2022年 12月31日 RMB'000 人民幣千元 (audited) (經審核)
Within 1 year	一年以內		178,500	110,409
Over 1 year but less than 2 years	超過一年但少於兩年		27,150	47,101
Over 2 year but less than 3 years	超過兩年但少於三年		48,931	27,000
Over 3 years	超過三年		37,906	37,918
Less: allowances for factoring receivables	減: 應收保理款項準備		(39,341)	(42,769)
			253,146	179,659

(Expressed in Renminbi unless otherwise indicated) / (除文義另有所指外，均以人民幣列示)

12 FACTORING RECEIVABLES (Continued)

(b) Impairment of factoring receivables

Impairment losses in respects of receivables for factoring business are recorded using an allowance account unless the Group is satisfied that recovery of the amount is remote, in which case the impairment loss is written off against receivables for factoring business directly.

The movement in the allowance for doubtful debts during the period/year is as follows:

12 應收保理款項(續)

(b) 應收保理款項減值

保理業務應收款項的減值損失使用撥備賬入賬，除非本集團信納收回有關款項的可能性極低，在此情況下，減值損失直接從保理業務應收款項中核銷。

以下為期/年內的呆賬撥備變動：

		30 June 2023 (unaudited) 2023年6月30日(未經審核)			
		12-month ECL	Lifetime ECL not credit- impaired	Lifetime ECL credit- impaired	Total
		12個月預期 信貸虧損	無信貸減值 的生命週期 預期信貸 虧損	存在信貸減 值的生命週 期預期信貸 虧損	合計
		RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元
As at 1 January 2023	於2023年1月1日	599	3,369	38,801	42,769
Transfer to lifetime ECL not credit-impaired	轉撥至無信貸減值的生命週期預期信貸虧損	(39)	39	—	—
Transfer to lifetime ECL credit-impaired	轉撥至存在信貸減值的生命週期預期信貸虧損	—	(3,216)	3,216	—
Net re-measurement of loss allowance	虧損準備重新計量淨額	(514)	280	(5,721)	(5,955)
Factoring receivables newly originated	新產生的應收保理款項	1,109	1,418	—	2,527
As at 30 June 2023	於2023年6月30日	1,155	1,890	36,296	39,341

(Expressed in Renminbi unless otherwise indicated) / (除文義另有所指外, 均以人民幣列示)

12 FACTORING RECEIVABLES (Continued)**(b) Impairment of factoring receivables (Continued)**

		31 December 2022 (audited) 2022年12月31日(經審核)			Total 合計
		12-month ECL	Lifetime ECL not credit- impaired 無信貸減值 的生命週期 預期信貸 虧損	Lifetime ECL credit- impaired 存在信貸減 值的生命週 期預期信貸 虧損	
		RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元
As at 1 January 2022	於2022年1月1日	1,427	64	11,343	12,834
Transfer to lifetime ECL not credit-impaired	轉撥至無信貸減值的生命週期預期信貸虧損	(360)	360	—	—
Transfer to lifetime ECL credit-impaired	轉撥至存在信貸減值的生命週期預期信貸虧損	(383)	(65)	448	—
Net re-measurement of loss allowance	虧損準備重新計量淨額	(683)	3,010	15,329	17,656
Factoring receivables newly originated	新產生的應收保理款項	598	—	11,681	12,279
As at 31 December 2022	於2022年12月31日	599	3,369	38,801	42,769

13 FINANCIAL ASSETS MEASURED AT FVOCI**13 按公允價值計入其他全面收益計量的金融資產**

		At 30 June 2023 於2023年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 31 December 2022 於2022年 12月31日 RMB'000 人民幣千元 (audited) (經審核)
Unlisted equity investments	非上市股權投資	70,686	76,163

(Expressed in Renminbi unless otherwise indicated) / (除文義另有所指外，均以人民幣列示)

14 FINANCIAL ASSETS MEASURED AT FVPL

14 按公允價值計入損益計量的金融資產

			At 30 June 2023 於2023年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 31 December 2022 於2022年 12月31日 RMB'000 人民幣千元 (audited) (經審核)
Wealth management product	理財產品		80,971	—
Convertible bonds	可轉換債券	(i)	24,896	24,928
Unlisted equity investments	非上市股權投資		12,367	12,975
Redemption option arising from unlisted equity instruments	非上市權益工具產生的 回購權	(ii)	3,990	3,040
			122,224	40,943

- (i) The Group has waived its rights to convert the above bonds for common stocks in the issuing companies.
- (ii) The Group has redemption option for part of the unlisted equity investments. Such redemption option is usually provided by the beneficial shareholders of the investees (“repurchase obligor”). Under certain conditions, the Group has the right to require the repurchase obligor to repurchase the Group’s interest in investees. The repurchase value is the aggregate amount of the Group’s initial investment cost and the agreed gain over the investment period. The Group measures the financial assets arising from this repurchase right at fair value.
- (i) 本集團已放棄將上述債券轉換為發行公司普通股的權利。
- (ii) 本集團對部分非上市股權投資擁有回購權。該回購權通常由被投資方的實益股東(「回購義務人」)提供。在若干條件下，本集團有權要求回購義務人回購本集團於被投資方的權益。回購價值為本集團初始投資成本及投資期間協定收益的總額。本集團按公允價值計量該回購權產生的金融資產。

15 RECEIVABLE INVESTMENTS

15 應收款項類投資

			At 30 June 2023 於2023年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 31 December 2022 於2022年 12月31日 RMB'000 人民幣千元 (audited) (經審核)
Bonds	債券		25,000	25,000
Trust products	信託產品		7,000	7,000
Subtotal	小計		32,000	32,000
Accrued interest	應計利息		—	1,364
Less: Allowances for impairment losses	減：減值損失準備		(7,213)	(7,213)
			24,787	26,151

(Expressed in Renminbi unless otherwise indicated) / (除文義另有所指外, 均以人民幣列示)

16 INVESTMENTS IN SUBSIDIARIES

The following list contains only the particulars of subsidiaries which principally affected the results, assets or liabilities of the Group. The class of shares held is ordinary unless otherwise stated:

16 於子公司投資

下表僅載列主要影響本集團業績、資產或負債的子公司詳情。除另有註明外, 所持有之股份類別均為普通股:

Names of companies 公司名稱	Place of business 營業地點	Date and place of incorporation/ establishment 註冊成立/ 成立日期及地點	Registered capital 註冊資本	Paid-in capital 實繳資本	Proportion of ownership interest As at 30 June 2023 所有權權益比例 於2023年6月30日			Principal activities 主要業務
					Group's effective interest 本集團的實際權益	Held by the Company 由本公司持有	Held by a subsidiary 由子公司持有	
Foshan Join-Share Investment and Financing Consultancy Co., Ltd. ("Foshan Consultancy") (佛山中盈盛達投資諮詢服務有限公司)	Foshan	11 November 2005 the PRC	RMB10,000,000	RMB10,000,000	100%	—	100%	Investment and Consulting
佛山中盈盛達投資諮詢服務有限公司 ("佛山諮詢")	佛山	2005年11月11日 中國	人民幣10,000,000元	人民幣10,000,000元	100%	—	100%	投資及諮詢
Foshan Join-Share Industrial Investment Co., Ltd. ("Foshan Industrial Investment") (佛山中盈興業投資有限公司)	Foshan	29 September 2007 the PRC	RMB5,100,000	RMB5,100,000	100%	—	100%	Investment and Consulting
佛山中盈興業投資有限公司 ("佛山興業投資")	佛山	2007年9月29日 中國	人民幣5,100,000元	人民幣5,100,000元	100%	—	100%	投資及諮詢
Anhui Join-Share Financing Guarantee Co., Ltd. ("Anhui Join-Share") (安徽中盈盛達融資擔保有限公司)	Hefei	31 August 2009 the PRC	RMB200,000,000	RMB200,000,000	63.05%	63.05%	—	Guarantee
安徽中盈盛達融資擔保有限公司 ("安徽中盈盛達")	合肥	2009年8月31日 中國	人民幣200,000,000元	人民幣200,000,000元	63.05%	63.05%	—	擔保
Hefei Join-Share Consultancy Service Co., Ltd. ("Hefei Consultancy") (合肥中盈盛達諮詢服務有限公司)	Hefei	8 May 2010 the PRC	RMB1,000,000	RMB1,000,000	63.05%	—	100%	Consulting
合肥中盈盛達諮詢服務有限公司 ("合肥諮詢")	合肥	2010年5月8日 中國	人民幣1,000,000元	人民幣1,000,000元	63.05%	—	100%	諮詢
Foshan Join-Share Micro Credit Co., Ltd. ("Foshan Micro Credit") (佛山中盈盛達小額貸款有限公司)	Foshan	30 May 2011 the PRC	RMB300,000,000	RMB300,000,000	58.00%	—	58.00%	Microcredit
佛山中盈盛達小額貸款有限公司 ("佛山小額貸款")	佛山	2011年5月30日 中國	人民幣300,000,000元	人民幣300,000,000元	58.00%	—	58.00%	小額貸款

(Expressed in Renminbi unless otherwise indicated) / (除文義另有所指外，均以人民幣列示)

16 INVESTMENTS IN SUBSIDIARIES (Continued)

16 於子公司投資(續)

Names of companies 公司名稱	Place of business 營業地點	Date and place of incorporation/ establishment 註冊成立/ 成立日期及地點	Proportion of ownership interest As at 30 June 2023 所有權權益比例 於2023年6月30日					Principal activities 主要業務
			Registered capital 註冊資本	Paid-in capital 實繳資本	Group's effective interest 本集團的 實際權益	Held by the Company 由本公司 持有	Held by a subsidiary 由子公司 持有	
Zhongshan Join-Share Technology Financing Guarantee Investment Co., Ltd. ("Zhongshan Join-Share") (中山中盈盛達科技融資擔保投資有限公司)	Zhongshan	8 July 2014 the PRC	RMB200,000,000	RMB200,000,000	100%	47%	—	Guarantee
中山中盈盛達科技融資擔保投資有限公司(「中山中盈盛達」)	中山	2014年7月8日 中國	人民幣200,000,000元	人民幣200,000,000元	100%	47%	—	擔保
Guangdong Join-Share Capital Investment Co., Ltd. ("Guangdong Capital Investment") (廣東中盈盛達資本管理有限公司)	Foshan	27 April 2016 the PRC	RMB212,000,000	RMB212,000,000	100%	100%	—	Investment and Consulting
廣東中盈盛達資本管理有限公司(「廣東資本管理」)	佛山	2016年4月27日 中國	人民幣212,000,000元	人民幣212,000,000元	100%	100%	—	投資及諮詢
Guangdong Join-Share Supply Chain Services Co., Ltd. ("Guangdong Supply Chain") (廣東中盈盛達供應鏈管理有限公司)	Foshan	14 April 2017 the PRC	RMB50,000,000	RMB50,000,000	85%	—	85%	Supply Chain Services
廣東中盈盛達供應鏈管理有限公司(「廣東供應鏈」)	佛山	2017年4月14日 中國	人民幣50,000,000元	人民幣50,000,000元	85%	—	85%	供應鏈服務
Guangdong Join-Share Commercial Factoring Co., Ltd. ("Guangdong Commercial Factoring") (廣東中盈盛達商業保理有限公司)	Foshan	17 November 2017 the PRC	RMB50,000,000	RMB50,000,000	100%	—	100%	Factoring
廣東中盈盛達商業保理有限公司(「廣東商業保理」)	佛山	2017年11月17日 中國	人民幣50,000,000元	人民幣50,000,000元	100%	—	100%	保理
Yunfu Puhui Financing Guarantee Co., Ltd. ("Yunfu Guarantee") (雲浮市普惠融資擔保股份有限公司)	Yunfu	4 February 2016 the PRC	RMB140,000,000	RMB140,000,000	53.85%	50%	—	Guarantee
雲浮市普惠融資擔保股份有限公司(「雲浮擔保」)	雲浮	2016年2月4日 中國	人民幣140,000,000元	人民幣140,000,000元	53.85%	50%	—	擔保
Joint-Share Financial Holdings Co., Ltd. ("Financial Holdings") (中盈盛達金融控股有限公司)	Hong Kong	12 November 2018 Hong Kong the PRC	HKD45,000,000	HKD45,000,000	100%	100%	—	Investment
中盈盛達金融控股有限公司(「金融控股」)	香港	2018年11月12日 中國香港	45,000,000港元	45,000,000港元	100%	100%	—	投資

(Expressed in Renminbi unless otherwise indicated) / (除文義另有所指外, 均以人民幣列示)

16 INVESTMENTS IN SUBSIDIARIES (Continued)

16 於子公司投資(續)

Names of companies 公司名稱	Place of business 營業地點	Date and place of incorporation/ establishment 註冊成立/ 成立日期及地點	Proportion of ownership interest As at 30 June 2023 所有權益比例 於2023年6月30日					Principal activities 主要業務
			Registered capital 註冊資本	Paid-in capital 實繳資本	Group's effective interest 本集團的實際權益	Held by the Company 由本公司持有	Held by a subsidiary 由子公司持有	
Guangdong Join-Share Digital Technology Co., Ltd. ("Digital Technology") (廣東中盈盛達數字科技有限 公司)	Foshan	14 May 2020 the PRC	RMB20,000,000	RMB10,000,000	90%	—	90%	Digital technology
廣東中盈盛達數字科技有限 公司 (「數字科技」)	佛山	2020年5月14日 中國	人民幣20,000,000元	人民幣10,000,000元	90%	—	90%	數字科技
Guangdong Join-Share Finance Guarantee Co., Ltd. ("Guangdong Finance Guarantee") (廣東中盈盛達融資擔保有限 公司)	Foshan	3 February 2023 the PRC	RMB300,000,000	RMB300,000,000	77.78%	70%	—	Guarantee
廣東中盈盛達融資擔保有限 公司 (「廣東融資擔保」)	佛山	2023年2月3日 中國	人民幣300,000,000元	人民幣300,000,000元	77.78%	70%	—	擔保
Guangdong Join-Share Performance Guarantee Co., Ltd. ("Guangdong Performance Guarantee") (廣東中盈盛達保證擔保有限 公司)	Foshan	5 May 2023 the PRC	RMB100,000,000	RMB5,000,000	90%	90%	—	Guarantee
廣東中盈盛達保證擔保有限 公司 (「廣東保證擔保」)	佛山	2023年5月5日 中國	人民幣100,000,000元	人民幣5,000,000元	90%	90%	—	擔保

All of the above subsidiaries are limited liability companies incorporated and operated in the PRC, except that Financial Holdings was registered and operated in Hong Kong. The English translation of the names of these companies is for reference only. The official names of these companies are in Chinese.

除金融控股於香港註冊及經營外, 所有上述子公司均為於中國註冊成立及經營的有限責任公司。各子公司名稱的英文譯名僅供參考。各子公司的正式名稱以中文為準。

(Expressed in Renminbi unless otherwise indicated) / (除文義另有所指外，均以人民幣列示)

16 INVESTMENTS IN SUBSIDIARIES (Continued)

Establishment/acquisition of subsidiaries

- (i) In September 2021, the Company entered into a series of shareholders' agreements with the nominal shareholders of Zhongshan Join-Share ("2021 Shareholders' Agreements"), which stipulated equity transactions among the nominal shareholders and enabled one of the non-controlling nominal shareholders, i.e. Zhongshan Health Science and Technology Industrial Base Development Co., Ltd. ("Zhongshan Health"), to enjoy preferential rights related to its capital contribution. Upon the completion of the equity transactions, the Company holds 47% equity interest of Zhongshan Join-Share. In the meantime, the Company entered into a concert party agreement with Zhongshan Health, who holds 43% equity interest of Zhongshan Join-Share. Pursuant to the concert party agreement, Zhongshan Health agrees to follow the instructions of the Company to act in concert when casting their votes in the shareholders meeting of Zhongshan Join-Share. As a result, the Company retains power over Zhongshan Join-Share such as appointment of directors and senior management, making decisions about material matters in daily operation, distribution of dividends, business operation and asset disposal.

In November 2022, Zhongshan Health and Zhongshan Huoju Huaying Investment Co., Ltd. ("Zhongshan Huoju") entered into the "Equity Transfer Agreement of Zhongshan Join-Share Technology Financing Guarantee Investment Co., Ltd.". According to the Agreement, 43% of the equity of Zhongshan Join-share originally held by Zhongshan Health was transferred to Zhongshan Huoju. On March 15, 2023, the equity transaction was completed and Zhongshan Huoju entered into the confirmation letter confirming the acceptance of all the rights and obligations of Zhongshan Health as agreed in the 2021 Shareholders' Agreement and the Concerted Action Agreement.

16 於子公司投資(續)

成立/收購子公司

- (i) 於2021年9月，本公司與中山中盈盛達的名義股東訂立一系列股東協議(「2021年股東協議」)，當中約定名義股東間的股權交易，並使其中一名非控股名義股東(即中山市健康科技產業基地發展有限公司(「中山健康」))享有與其注資有關的優先權利。於完成股權交易後，本公司持有中山中盈盛達的47%股權。同時，本公司與中山健康(其持有中山中盈盛達的43%股權)訂立一致行動協議。根據一致行動協議，中山健康同意遵循本公司的指示於中山中盈盛達的股東大會投票時一致行動。因此，本公司保留對中山中盈盛達的權力，如委任董事及高級管理層，對日常運營中的重大事項、股息分配、業務運營及資產處置做出決策。

於2022年11月，中山健康與中山火炬華盈投資有限公司(「中山火炬」)訂立「中山中盈盛達科技融資擔保投資有限公司股權轉讓協議」。根據該協議，原由中山健康持有的中山中盈盛達的43%股權已轉讓予中山火炬。於2023年3月15日，該股權交易已完成，中山火炬訂立確認函，確同意於2021年股東協議及一致行動協議中接受中山健康的全部權利及義務。

(Expressed in Renminbi unless otherwise indicated) / (除文義另有所指外，均以人民幣列示)

16 INVESTMENTS IN SUBSIDIARIES (Continued)

Establishment/acquisition of subsidiaries (Continued)

(i) (Continued)
According to the 2021 Shareholders' Agreements, the capital contributions made by the other nominal shareholders are regarded as other financial instrument measured at amortized cost, and the Company's effective equity interest in Zhongshan Join-Share increased to 100%. Please see Note 24.

(ii) In April 2022, the Company pre-signed a shareholders' agreement with the nominal shareholders of Guangdong finance Guarantee ("**2022 Guangdong Financing Guarantee Shareholders Agreement**"), which stipulated the rights and obligations between shareholders. On 3 February 2023, Guangdong Finance Guarantee was established with a registered capital of RMB300,000,000, of which the Company contributed RMB210,000,000 (70.00%), Guangdong Utrust Financing Guarantee Group Co., Ltd. ("**Guangdong Utrust**") contributed RMB30,000,000 (10.00%) and Foshan High-Tech contributed RMB60,000,000 (20.00%).

According to the 2022 Guangdong Financing Guarantee Shareholders Agreement, the capital contributions made by Guangdong Utrust are regarded as other financial instrument measured at amortized cost, and the Company's effective equity interest in Guangdong Performance Guarantee increased to 77.78%. Please see Note 24.

(iii) On 4 May 2023, Guangdong Performance Guarantee was established with a registered capital of RMB100,000,000, of which the Company had paid RMB4,500,000 (90.00%), Li Huazhong had paid RMB500,000 (10.00%).

(iv) On 4 May 2023, Shenzhen Join-Share Engineering Guarantee Company Limited completed the deregistration procedures.

16 於子公司投資(續)

成立/收購子公司(續)

(i) (續)
根據2021年股東協議，其他名義股東所作的出資被視為按攤銷成本計量的其他金融工具，而本公司於中山中盈盛達的實際股權增至100%。請參閱附註24。

(ii) 於2022年4月，本公司與廣東融資擔保的名義股東預先訂立一份股東協議(「**2022年廣東融資擔保股東協議**」)，當中約定股東間的權利及義務。於2023年2月3日，廣東融資擔保成立，註冊資本為人民幣300,000,000元，其中本公司出資人民幣210,000,000元(70.00%)、廣東粵財融資擔保集團有限公司(「**廣東粵財**」)出資人民幣30,000,000元(10.00%)及佛山高新技術出資人民幣60,000,000元(20.00%)。

根據2022年廣東融資擔保股東協議，廣東粵財所作的出資被視為按攤銷成本計量的其他金融工具，而本公司於廣東保證擔保的實際股權增至77.78%。請參閱附註24。

(iii) 於2023年5月4日，廣東保證擔保成立，註冊資本為人民幣100,000,000元，本公司已支付人民幣4,500,000元(90.00%)，李華中已支付人民幣500,000元(10.00%)。

(iv) 於2023年5月4日，深圳市中盈盛達工程擔保有限公司完成註銷程序。

(Expressed in Renminbi unless otherwise indicated) / (除文義另有所指外，均以人民幣列示)

17 INTEREST IN ASSOCIATES

The Group's interests in associates are as follows:

17 於聯營公司的權益

本集團於聯營公司的權益如下：

		At 30 June 2023 於2023年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 31 December 2022 於2022年 12月31日 RMB'000 人民幣千元 (audited) (經審核)
Shenzhen Bangli	深圳邦利	12,763	12,744
Weicheng Network Technology	衛城網絡科技	3,634	3,566
Yiliantong Supply Chain	壹鏈通供應鏈	1,477	2,319
Yingan Medical	盈安醫療	1,126	1,562
Chuangyuan Supply Chain	創元供應鏈	—	—
Tongchuangzhiyuan Business Management	同創致遠商業管理	—	123
Foshan Zhongsheng	佛山中盛	—	2,744
Kuiniudingsheng Company Management	夔牛鼎盛企業管理	—	5,661
		19,000	28,719

(i) In April 2019, Guangdong Supply Chain subscribed for 46% equity interests investment in Yingan Medical whose registered capital is RMB10,000,000. As at 30 June 2023, Guangdong Supply Chain had paid RMB2,300,000 (2022: RMB2,300,000).

(ii) As at 30 June 2023, the equity of Chuangyuan Supply Chain Technology has been reduced to nil after making the adjustments necessary in applying the equity method (year ended 31 December 2022: nil). Due to the excess loss incurred by Chuangyuan Supply Chain Technology, the unrecognized cumulative loss of associates was RMB3,753,000.

(i) 於2019年4月，廣東供應鏈認購盈安醫學46%的股權投資，盈安醫學的註冊資本為人民幣10,000,000元。於2023年6月30日，廣東供應鏈已支付人民幣2,300,000元(2022年：人民幣2,300,000元)。

(ii) 於2023年6月30日，創元供應鏈科技的股權於使用權益法作出必要調整後已削減至零(截至2022年12月31日止年度：零)。由於創元供應鏈科技產生超額虧損，未確認的聯營公司累計虧損為人民幣3,753,000元。

(Expressed in Renminbi unless otherwise indicated) / (除文義另有所指外，均以人民幣列示)

17 INTEREST IN ASSOCIATES (Continued)

- (iii) In January 2021, Foshan Consultancy subscribed for 20% equity interests investment in Tongchuangzhiyuan Business Management whose registered capital is RMB3,000,000. As at 30 June 2023, Foshan Consultancy had paid RMB600,000 (2022: RMB600,000).

As at 30 June 2023, the equity of Tongchuangzhiyuan Business Management has been reduced to nil after making the adjustments necessary in applying the equity method (2022: RMB123,000). Due to the excess loss incurred by Tongchuangzhiyuan Business Management, the unrecognized cumulative loss of associates was RMB329,000.

- (iv) As at 30 June 2023, the equity of Foshan Zhongsheng has been reduced to nil after making the adjustments necessary in applying the equity method (year ended 31 December 2022: RMB2,744,000). Due to the excess loss incurred by Foshan Zhongsheng, the unrecognized cumulative loss of associates was RMB1,428,000.
- (v) In June 2023, the Group sold the partnership shares of Kuiniudingsheng Company Management for RMB6,703,000 and recognized investment income of RMB1,042,000.

17 於聯營公司的權益(續)

- (iii) 於2021年1月，佛山諮詢認購同創致遠商業管理20%的股權投資，同創致遠商業管理的註冊資本為人民幣3,000,000元。於2023年6月30日，佛山諮詢已支付人民幣600,000元(2022年：人民幣600,000元)。

於2023年6月30日，同創致遠商業管理的股權於使用權益法作出必要調整後已削減至零(2022年：人民幣123,000元)。由於同創致遠商業管理產生超額虧損，未確認的聯營公司累計虧損為人民幣329,000元。

- (iv) 於2023年6月30日，佛山中盛的股權於使用權益法作出必要調整後已削減至零(截至2022年12月31日止年度：人民幣2,744,000元)。由於佛山中盛產生超額虧損，未確認的聯營公司累計虧損為人民幣1,428,000元。
- (v) 於2023年6月，本集團以人民幣6,703,000元出售夔牛鼎盛企業管理的合夥股份，並確認投資收益人民幣1,042,000元。

(Expressed in Renminbi unless otherwise indicated) / (除文義另有所指外，均以人民幣列示)

17 INTEREST IN ASSOCIATES (Continued)

The following list contains the particulars of the associates, which are unlisted corporate entity whose quoted market price are not available. The class of shares held is ordinary unless otherwise stated:

17 於聯營公司的權益(續)

下表載列聯營公司(為無法獲得市場報價的非上市公司實體)的詳情。除另有註明外，所持有之股份均為普通股：

Name of companies 公司名稱	Place of business 營業地點	Date and place of incorporation/ establishment 註冊成立/ 成立日期及地點	Proportion of ownership interest As at 30 June 2023 所有權權益比例 於2023年6月30日					Principal activities 主要業務
			Registered capital 註冊資本	Paid-in capital 實繳資本	Group's effective interest 本集團的實際權益	Held by the Company 由本公司持有	Held by a subsidiary 由子公司持有	
Foshan Zhongsheng Properties Co., Ltd. ("Foshan Zhongsheng") (佛山市中盛置業有限公司)	Foshan	1 June 2012 the PRC	RMB30,000,000	RMB30,000,000	20%	—	20%	Real estate
佛山市中盛置業有限公司 (「佛山中盛」)	佛山	2012年6月1日 中國	人民幣30,000,000元	人民幣30,000,000元	20%	—	20%	房地產
Shenzhen Bangli Internet Financial Services Co., Ltd. ("Shenzhen Bangli") (深圳邦利互聯網金融服務有限公司)	Shenzhen	5 May 2015 the PRC	RMB100,000,000	RMB30,050,000	25%	—	25%	Financial services
深圳邦利互聯網金融服務有限公司 (「深圳邦利」)	深圳	2015年5月5日 中國	人民幣100,000,000元	人民幣30,050,000元	25%	—	25%	金融服務
Guangzhou Yiliantong Supply Chain Management Co., Ltd. ("Yiliantong Supply Chain") (廣州壹鏈通供應鏈管理有限公司)	Guangzhou	27 November 2018 the PRC	RMB10,000,000	RMB2,280,000	48%	—	48%	Supply chain services
廣州壹鏈通供應鏈管理有限公司 (「壹鏈通供應鏈」)	廣州	2018年11月27日 中國	人民幣10,000,000元	人民幣2,280,000元	48%	—	48%	供應鏈服務
Guangzhou Yingan Medical Technology Co., Ltd. ("Yingan Medical") (廣州盈安醫療科技有限公司)	Guangzhou	25 July 2016 the PRC	RMB5,000,000	RMB3,250,000	46%	—	46%	Supply chain services
廣州盈安醫療科技有限公司 (「盈安醫療」)	廣州	2016年7月25日 中國	人民幣5,000,000元	人民幣3,250,000元	46%	—	46%	供應鏈服務
Foshan Chuangyuan Supply Chain Technology Co., Ltd. ("Chuangyuan Supply Chain") (佛山市創元供應鏈科技有限公司)	Foshan	20 November 2018 the PRC	RMB20,000,000	RMB2,700,000	46%	—	46%	Supply chain services
佛山市創元供應鏈科技有限公司 (「創元供應鏈」)	佛山	2018年11月20日 中國	人民幣20,000,000元	人民幣2,700,000元	46%	—	46%	供應鏈服務

(Expressed in Renminbi unless otherwise indicated) / (除文義另有所指外，均以人民幣列示)

17 INTEREST IN ASSOCIATES (Continued)**17 於聯營公司的權益(續)**

Name of companies 公司名稱	Place of business 營業地點	Date and place of incorporation/ establishment/ 註冊成立/ 成立日期及地點	Registered capital 註冊資本	Paid-in capital 實繳資本	Proportion of ownership interest As at 30 June 2023 所有權權益比例 於2023年6月30日			Principal activities 主要業務
					Group's effective interest 本集團的實際權益	Held by the Company 由本公司持有	Held by a subsidiary 由子公司持有	
Guangdong Weicheng Network Technology Co., Ltd. ("Weicheng Network Technology") (廣東衛城網絡科技有限公司)	Foshan	20 December 2018 the PRC	RMB25,000,000	RMB23,115,000	20%	—	20%	Supply chain services
廣東衛城網絡科技有限公司 (「衛城網絡科技」)	佛山	2018年12月20日 中國	人民幣25,000,000元	人民幣23,115,000元	20%	—	20%	供應鏈服務
Foshan Tongchuangzhiyuan Business Management Co., Ltd. ("Tongchuangzhiyuan Business Management") (佛山市同創致遠商業管理有限公司)	Foshan	28 January 2021 the PRC	RMB3,000,000	RMB3,000,000	20%	—	20%	Business services
佛山市同創致遠商業管理有限公司 (「同創致遠商業管理」)	佛山	2021年1月28日 中國	人民幣3,000,000元	人民幣3,000,000元	20%	—	20%	商業服務

* The English translation of the names of these companies is for reference only. The official names of these companies are in Chinese.

* 各公司名稱的英文譯名僅供參考。各公司的正式名稱以中文為準。

The associates are accounted for using the equity method in the condensed consolidated financial statements.

該等聯營公司採用權益法於簡明綜合財務報表內入賬。

18 FIXED ASSETS AND INVESTMENT PROPERTY**18 固定資產及投資性房地產****(a) Fixed assets****(a) 固定資產****(i) Right-of-use assets****(i) 使用權資產**

During the six months ended 30 June 2023, the Group entered into a number of lease agreements for use of offices, and therefore recognized the additions to right-of-use assets of RMB2,447,000 (six months ended 30 June 2022: nil).

截至2023年6月30日止六個月，本集團訂立多份辦公室租賃協議，因此確認使用權資產添置人民幣2,447,000元(截至2022年6月30日止六個月：零)。

The Group leases production plant, machinery and office equipment under leases expiring from 1 to 5 years. Some leases include an option to renew the lease when all terms are renegotiated, while some include an option to purchase the leased equipment at the end of the lease term at a price deemed to be a bargain purchase option. None of the leases includes variable lease payments.

本集團租賃生產廠房、機器及辦公設備，租賃期為1至5年。若干租賃包含在重新協商所有條款後續簽租賃的選擇權，而若干租賃包含於租賃期末以被視為議價購買權的價格購買租賃設備的選擇權。所有租賃均不包含可變租賃付款。

(Expressed in Renminbi unless otherwise indicated) / (除文義另有所指外，均以人民幣列示)

18 FIXED ASSETS AND INVESTMENT PROPERTY (Continued)

(a) Fixed assets (Continued)

(ii) Acquisitions and disposals

During the six months ended 30 June 2023, the Group acquired fixed assets with a cost of RMB227,000 (six months ended 30 June 2022: RMB240,000). None of the fixed assets was disposed of during the six months ended 30 June 2023 (six months ended 30 June 2022: RMB92,774).

(iii) Impairment losses

During the six months ended 30 June 2023, no impairment loss of fixed assets was recognised (six months ended 30 June 2022: nil).

(b) Investment property

The Group did not transfer any repossessed assets to investment property during the six months ended 30 June 2023 (six months ended 30 June 2022: nil). The Group did not transferred investment property to fixed assets during the six months ended 30 June 2023 (six months ended 30 June 2022: nil).

19 INTANGIBLE ASSETS

(a) Acquisitions and disposals

During the six months ended 30 June 2023, the Group acquired intangible assets with a cost of RMB2,234,000 (six months ended 30 June 2022: RMB815,000). None of the intangible assets was disposed of during the six months ended 30 June 2023 (six months ended 30 June 2022: nil).

(b) Impairment losses

During the six months ended 30 June 2023, no impairment loss of intangible assets was recognised (six months ended 30 June 2022: nil).

18 固定資產及投資性房地產(續)

(a) 固定資產(續)

(ii) 收購及出售

截至2023年6月30日止六個月，本集團收購固定資產的成本為人民幣227,000元(截至2022年6月30日止六個月：人民幣240,000元)。截至2023年6月30日止六個月並無出售固定資產(截至2022年6月30日止六個月：人民幣92,774元)。

(iii) 減值損失

截至2023年6月30日止六個月，並無確認固定資產減值損失(截至2022年6月30日止六個月：零)。

(b) 投資性房地產

於截至2023年6月30日止六個月，本集團並無將任何抵債資產轉移至投資性房地產(截至2022年6月30日止六個月：零)。截至2023年6月30日止六個月，本集團並無向固定資產轉移投資性房地產(截至2022年6月30日止六個月：零)。

19 無形資產

(a) 收購及出售

截至2023年6月30日止六個月，本集團收購無形資產的成本為人民幣2,234,000元(截至2022年6月30日止六個月：人民幣815,000元)。截至2023年6月30日止六個月，並無出售無形資產(截至2022年6月30日止六個月：零)。

(b) 減值損失

截至2023年6月30日止六個月，並無確認無形資產減值損失(截至2022年6月30日止六個月：零)。

(Expressed in Renminbi unless otherwise indicated) / (除文義另有所指外，均以人民幣列示)

20 INTEREST-BEARING BORROWINGS

The Group's interest-bearing borrowings are analysed as follows:

20 計息借款

本集團的計息借款分析如下：

			At 30 June 2023 於2023年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 31 December 2022 於2022年 12月31日 RMB'000 人民幣千元 (audited) (經審核)
			Note 附註	
Bank loans	銀行貸款	(i)		
— Unsecured	— 無擔保		93,700	102,700
— Pledged loans	— 抵押貸款	(ii)	—	30,000
Other loans	其他貸款		—	30,000
			93,700	162,700
Accrued interest payable	應計應付利息		123	172
			93,823	162,872

(i) At 30 June 2023, loans bear interest at a range from 3.80% to 7.00% (31 December 2022: from 3.80% to 11.00%).

(ii) At 30 June 2023, no pledged loan is secured by factoring receivables of the Group (31 December 2022: RMB20,000,000). Please see Note 12.

(i) 於2023年6月30日，該等貸款按3.80%至7.00%計算利息(2022年12月31日：3.80%至11.00%)。

(ii) 於2023年6月30日，本集團並無以應收保理款項提供擔保的質押貸款(2022年12月31日：人民幣20,000,000元)。請參閱附註12。

(Expressed in Renminbi unless otherwise indicated) / (除文義另有所指外，均以人民幣列示)

21 DEBT SECURITIES ISSUED

21 已發行債務證券

		At 30 June 2023 於2023年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 31 December 2022 於2022年 12月31日 RMB'000 人民幣千元 (audited) (經審核)
Corporate Bonds — Par Value	公司債券 — 面值	500,000	500,000
Corporate Bonds — Interest Adjustment	公司債券 — 利息調整	(1,409)	(1,597)
Corporate Bonds — Accrued Interest	公司債券 — 應計利息	10,655	12,435
		509,246	510,838

- (i) Fixed rate corporate bonds with nominal value RMB260,000,000 and a term of five years were issued on 18 March 2021, whose coupon rate is 4.60% per annum. Fixed rate corporate bonds with nominal value RMB240,000,000 and a term of five years were issued on 22 August 2022, whose coupon rate is 3.50% per annum. The Group has an option to adjust the coupon rate for the remaining duration at the end of the third year. After the Group announces whether to adjust the coupon rate, the investors have an option to redeem all or part of the debts held at the nominal amounts. In March 2023, Guangdong Join-Share Financing Guarantee Investment Co., Ltd paid RMB11,960,000 for the interest of the corporate bond during the period from 18 March 2022 to 17 March 2023.

As at 30 June 2023, the fair value of corporate bonds amounted to RMB502,486,000 (31 December 2022: RMB497,860,000).

- (i) 固息公司債券於2021年3月18日發行，面值為人民幣260,000,000元，為期五年，票面年利率為4.60%。固息公司債券於2022年8月22日發行，面值為人民幣240,000,000元，為期五年，票面年利率為3.50%。本集團有權選擇於第三年末調整剩餘期限的票面利率。於本集團宣佈是否調整票面利率後，投資者有權選擇按面值贖回所持的全部或部分債務。於2023年3月，廣東中盈盛達融資擔保投資股份有限公司支付於2022年3月18日至2023年3月17日期間公司債券之利息人民幣11,960,000元。

於2023年6月30日，公司債券的公允價值為人民幣502,486,000元（2022年12月31日：人民幣497,860,000元）。

22 LIABILITIES FROM GUARANTEES

22 擔保負債

			At 30 June 2023 於2023年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 31 December 2022 於2022年 12月31日 RMB'000 人民幣千元 (audited) (經審核)
Deferred income	遞延收益		222,021	200,979
Provisions for guarantee issued	擔保賠償準備金	22(a)	113,000	99,790
			335,021	300,769

(a) Provisions for guarantee losses

(a) 擔保賠償準備金

			At 30 June 2023 於2023年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 31 December 2022 於2022年 12月31日 RMB'000 人民幣千元 (audited) (經審核)
As at 1 January	於1月1日		99,790	75,294
Charge for the period/year	期內/年內計提		13,210	24,496
As at 30 June/31 December	於6月30日/12月31日		113,000	99,790

(Expressed in Renminbi unless otherwise indicated) / (除文義另有所指外，均以人民幣列示)

23 CUSTOMER PLEDGED DEPOSITS AND ACCRUALS AND OTHER PAYABLES

(a) Customer pledged deposits

Customer pledged deposits refer to deposits received from customers as collateral security of the credit guarantee issued by the Group. These deposits are interest-free, and will be returned to customers after the guarantee contracts expire.

According to Interim Measures for the Administration of Financing Guarantee Companies (《融資性擔保公司管理暫行辦法》), jointly formulated and issued by China Banking Regulatory Commission, the National Development and Reform Commission, the Ministry of Industry and Information Technology, the Ministry of Finance, the Ministry of Commerce, the People's Bank of China and the State Administration for Industry and Commerce on 8 March 2010, and the Notice of Inter-ministries Joint Meeting of Financing Guarantee Business Supervision Concerning the Regulation of the Management of Customer Deposits by Financing Guarantee Institutions (《融資性擔保業務監管部際聯席會議關於規範融資性擔保機構客戶擔保保證金管理的通知》) promulgated by the Inter-ministerial Joint Meeting of Financing Guarantee Business Supervision on 15 April 2012, if a financing guarantee company accepts customer pledged deposits from its guarantee customers, the outstanding customer pledged deposits should be kept in a restricted account under tripartite custody. For those cooperated banks agreeing to coordinate, the Group has kept all received customer pledged deposits in a restricted bank account under tripartite custody.

23 存入保證金以及應計及其他應付款項

(a) 存入保證金

存入保證金指向客戶所收的保證金，以作為本集團提供信貸擔保的擔保抵押。此等保證金為無息，並將於擔保合約屆滿時退還客戶。

根據由中國銀行業監督管理委員會、國家發展和改革委員會、工業和信息化部、財政部、商務部、中國人民銀行及國家工商行政管理總局於2010年3月8日共同制定並發佈的《融資性擔保公司管理暫行辦法》，以及融資性擔保業務監管部際聯席會議於2012年4月15日頒佈的《融資性擔保業務監管部際聯席會議關於規範融資性擔保機構客戶擔保保證金管理的通知》，倘融資擔保公司收取擔保客戶的存入保證金，則未償還的存入保證金應以三方託管形式存於受限制賬戶。就該等願意配合的合作銀行，本集團以三方託管形式將所有已收取的存入保證金存於受限制銀行賬戶。

23 CUSTOMER PLEDGED DEPOSITS AND ACCRUALS AND OTHER PAYABLES (Continued)**(b) Accruals and other payables**

			At 30 June 2023 於2023年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 31 December 2022 於2022年 12月31日 RMB'000 人民幣千元 (audited) (經審核)
Dividends payable	應付股息		57,028	4,018
Income tax payable	應付所得稅	26(a)	49,725	51,684
Accrued staff cost	應付職工薪酬		38,915	38,330
Payable to customers	應付客戶款項		18,630	8,870
Accounts payable	應付款項	(i)/(ii)	6,254	10,606
Contract liabilities	合約負債		4,522	4,213
Consulting service expense payable	應付諮詢服務費		3,108	2,907
Withholding income tax	預扣所得稅		2,429	3,543
Advance payments	預付款項		1,993	79
Advance receipts for transferring repossessed assets	轉讓抵債資產的預收款項	(iii)	—	9,005
Others	其他		9,290	7,072
			191,894	140,327

(i) As of 30 June 2023, the amount of accounts payable is RMB6,254,146 (31 December 2022: RMB10,605,900), which mainly consisted of the Group's payment for the purchase of inventory goods from suppliers and the service fees for the delivery of goods by downstream partners.

(ii) As of 30 June 2023, the ageing of accounts payable (based on the invoice date) amounting to RMB1.59 million (31 December 2022: RMB4.98 million) was within 1 year (inclusive), RMB4.57 million (31 December 2022: RMB5.20 million) were over 1 year but within 3 years and the rest were over 3 years.

(iii) In 2022, the Group entered into an agreement to transfer a group of repossessed assets amounted to RMB9,004,800 to a third party irrevocably for RMB9,004,800, which has been received in advance. The transfer procedures of this group of repossessed assets were completed in the first half of 2023. Please see Note 10(vii).

23 存入保證金以及應計及其他應付款項(續)**(b) 應計及其他應付款項**

(i) 截至2023年6月30日, 應付賬款金額為人民幣6,254,146元(2022年12月31日: 人民幣10,605,900元), 主要包括本集團向供應商購買庫存商品的款項及下游合作夥伴交付商品的服務費。

(ii) 截至2023年6月30日, 人民幣1.59百萬元(2022年12月31日: 人民幣4.98百萬元)應付賬款的賬齡(按發票日期計算)在一年內(含一年), 人民幣4.57百萬元(2022年12月31日: 人民幣5.20百萬元)應付賬款的賬齡(按發票日期計算)為1年以上但在3年內, 其餘為3年以上。

(iii) 於2022年, 本集團訂立協議, 不可撤銷地將一組價值為人民幣9,004,800元的抵債資產轉讓予第三方。轉讓價格為人民幣9,004,800元, 轉讓款已預收。於2023年上半年, 該組抵債資產的過戶手續辦理完畢。請見附10(vii)。

(Expressed in Renminbi unless otherwise indicated) / (除文義另有所指外，均以人民幣列示)

24 OTHER FINANCIAL INSTRUMENT

24 其他金融工具

		At 30 June 2023 於2023年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 31 December 2022 於2022年 12月31日 RMB'000 人民幣千元 (audited) (經審核)
Other financial instrument	其他金融工具	142,287	113,173
Accrued interest	應計利息	707	—
		142,994	113,173

In September 2021, the Company entered into a series of shareholders' agreements with the nominal shareholders of Zhongshan Join-Share ("2021 Shareholders' Agreements"), which stipulated the rights and obligations between the shareholders. On March 15, 2023, the equity transaction was completed between Zhongshan Health and Zhongshan Huoju, and Zhongshan Huoju entered into the confirmation letter confirming the acceptance of all the rights and obligations of Zhongshan Health as agreed in the 2021 Shareholders' Agreement and the Concerted Action Agreement. According to the above agreements, Zhongshan Huoju holds 43% equity interest of Zhongshan Join-Share and enjoys a disproportionate return of its capital contribution with a minimum of 6% per annum depending on the level of Zhongshan Join-Share's actual profitability each year. Zhongshan Join-Share is obligated to distribute all of its distributable profits to its shareholders each year, whereas if it does not generate sufficient profits to distribute the minimum return to Zhongshan Huoju, the Company shall complement the difference to Zhongshan Huoju. However, Zhongshan Huoju's capital contribution is redeemable in full or by part by the Company upon occurrence of contingent events which result in Zhongshan Join-Share's guarantee default rate over 5% in three consecutive years or Zhongshan Join-Share's net asset balance as at any balance sheet date falling below 80% of its paid-in capital. The redemption price shall equal Zhongshan Join-Share's net asset per share on the date of redemption. In the event the Company does not exercise the repurchase upon the occurrence of the relevant contingent events, Zhongshan Huoju has a right to liquidate Zhongshan Join-Share, where the Group shall inevitably deliver cash or financial assets to all other nominal shareholders of Zhongshan Join-Share at a price equal to Zhongshan Join-Share's net asset available for distribution per share on the date of its liquidation.

於2021年9月，本公司與中山中盈盛達的名義股東訂立一系列股東協議（「2021年股東協議」），當中約定股東之間的權利及義務。2023年3月15日，中山健康與中山火炬完成股權交易，中山火炬訂立確認函，確認同意於2021年股東協議及一致行動協議中接受中山健康的全部權利及義務。根據上述協議，中山火炬持有中山中盈盛達43%的股權，並根據中山中盈盛達股份每年的實際盈利水準，享有不成比例的出資回報，每年至少6%。中山中盈盛達有義務每年將其所有可分配溢利分配予其股東，倘未能產生足夠的溢利向中山火炬分配最低回報，本公司應向中山火炬補予差額。然而，中山火炬的出資於發生或然事件導致中山中盈盛達擔保違約率連續三年超過5%或中山中盈盛達於任何資產負債表日的資產結餘淨額低於實繳資本的80%時，可由本公司全部或部分贖回。贖回價格應等同於中山中盈盛達贖回日每股資產淨值。倘本公司於相關或然事件發生時未行使回購權，中山火炬有權清算中山中盈盛達，而本集團應不可避免地將現金或金融資產交付予中山中盈盛達的所有其他名義股東，價格等於中山中盈盛達股份於清算日每股可分配的資產淨值。

24 OTHER FINANCIAL INSTRUMENT (Continued)

In September 2022, the Company entered into a new shareholders' agreements with the nominal shareholders of Yunfu Guarantee ("**2022 Yunfu Guarantee Shareholders Agreement**"). According to the 2022 Yunfu Guarantee Shareholders Agreement, Guangdong Utrust invested RMB10,000,000 in Yunfu Guarantee as a new nominal shareholder and enjoyed a capital contribution return of 2% per annum. If the profits distributed by Yunfu Guarantee cannot meet the 2% capital contribution return requirements of Guangdong Utrust, the Company shall complement the difference to Guangdong Utrust. At the same time, if the operating conditions of Yunfu Guarantee do not meet certain criteria mentioned in 2022 Shareholders' Agreement, Guangdong Utrust has the right to require the Company to repurchase all of its capital contribution at a redemption price of RMB10,000,000.

In 2023, the Company entered into a shareholders' agreement with the nominal shareholders of Guangdong finance Guarantee ("**2022 Guangdong Financing Guarantee Shareholders Agreement**"). On 3 February 2023, Guangdong Finance Guarantee was established. According to the 2022 Guangdong Financing Guarantee Shareholders Agreement, Guangdong Utrust invested RMB30,000,000 in Guangdong Finance Guarantee as a nominal shareholder and enjoyed a capital contribution return of 2% per annum. If the profits distributed by Guangdong Finance Guarantee cannot meet the 2% capital contribution return requirements of Guangdong Utrust, the Company shall complement the difference to Guangdong Utrust. At the same time, if the operating conditions of Guangdong Finance Guarantee do not meet certain criteria mentioned in the 2022 Guangdong Financing Guarantee Shareholders Agreement, Guangdong Utrust has the right to require the Company to repurchase all of its capital contribution at a redemption price of RMB30,000,000. If the repurchase event arises, the Company shall inevitably deliver cash or financial assets to Guangdong Utrust.

In conclusion, the above three obligations recognized financial liabilities in the consolidated financial statements of the Group, which are accounted as other financial instruments.

24 其他金融工具(續)

於2022年9月, 本公司與雲浮擔保的名義股東訂立新股東協議(「**2022年雲浮擔保股東協議**」)。根據2022年雲浮擔保股東協議, 廣東粵財作為新名義股東於雲浮擔保投資人民幣10,000,000元, 並享受每年2%出資的回報。倘雲浮擔保分配的利潤不能達到廣東粵財要求的2%出資回報, 本公司應向廣東粵財補足差額。同時, 倘雲浮擔保的經營狀況不符合2022年股東協議中所述的若干標準, 廣東粵財有權要求本公司回購其所有出資, 贖回價格為人民幣10,000,000元。

於2023年, 本公司與廣東融資擔保的名義股東訂立一份股東協議(「**2022年廣東融資擔保股東協議**」)。於2023年2月3日, 廣東融資擔保成立。根據2022年廣東融資擔保股東協議, 廣東粵財作為名義股東於廣東融資擔保投資人民幣30,000,000元, 並享受每年2%出資的回報。倘廣東融資擔保分配的利潤不能達到廣東粵財要求的2%出資回報, 本公司應向廣東粵財補足差額。同時, 倘廣東融資擔保的經營狀況不符合2022年廣東融資擔保股東協議中所述的若干標準, 廣東粵財有權要求本公司回購其所有出資, 贖回價格為人民幣30,000,000元。倘發生回購事件, 本公司將不可避免地與廣東粵財交付現金或金融資產。

綜上所述, 上述三項義務於本集團綜合財務報表確認為金融負債, 作為其他金融工具入賬。

(Expressed in Renminbi unless otherwise indicated) / (除文義另有所指外，均以人民幣列示)

25 FINANCIAL LIABILITIES MEASURED AT FVPL

25 按公允價值計入損益計量的金融負債

	At 30 June 2023 於2023年 6月30日 RMB'000 人民幣千元	At 31 December 2022 於2022年 12月31日 RMB'000 人民幣千元
Financial liabilities arising from interests in jointly controlled Trust Plans 共同控制信託計劃權益所產生的金融負債	7,526	1,818

During the year ended 31 December 2021, the Company and a third party group (“**Third Party**”) entered into a series of contractual agreements related to certain designated collective fund trust plans (“**Trust Plans**”). Under these arrangements, the Company participates in the results with respect to the underlying investments and guarantees losses in excess of those absorbed by the Third Party. The Trust Plans are funded by designated investors. The underlying investments in the Trust Plans mainly include debts to corporate borrowers with pledged notes receivables.

The Company has determined that it shares joint control with the Third Party over the Trust Plans in relation to such matters as review and approval of the underlying investments, and management of defaults. In addition, the Company has determined that its returns from the interests in these Trust Plans are not substantially the same as an ordinary share interest and as such has accounted for these interests as financial liabilities.

截至2021年12月31日止年度，本公司與第三方集團(「**第三方**」)就若干指定集合資金信託計劃(「**信託計劃**」)訂立一系列合約協議。根據該等安排，本公司參與與相關投資有關的結果，並對超出第三方所承擔者的虧損作出擔保。信託計劃由指定投資者提供資金。信託計劃的相關投資主要包括向已抵押應收票據的企業借款人借出的債務。

由於本公司與第三方共同對信託計劃底層投資進行審核、批准及違約風險管理，本公司與第三方共同控制上述信託計劃。此外，本公司已確定其於該等信託計劃的權益回報與普通股權益大致上並不相同，因此將該等權益入賬列作金融負債。

(Expressed in Renminbi unless otherwise indicated) / (除文義另有所指外, 均以人民幣列示)

**25 FINANCIAL LIABILITIES MEASURED AT FVPL
(Continued)**

Details of the Group's interest in the Trust Plans, which is accounted for as financial liabilities in the consolidated financial statements, are as follows:

**25 按公允價值計入損益計量的金融
負債(續)**

本集團於信託計劃中的權益在綜合財務報表中列為金融負債, 詳情如下:

Names of ventures 企業名稱	Note 附註	Form of business structure 企業結構形式	Date and place of incorporation/ establishment 註冊成立/ 成立的日期及地點	Registered capital 註冊資本 unaudited 未經審核	Proportion of ownership interest As at 30 June 2023 所有權權益比例 於2023年6月30日				Principal activities 主要業務
					Paid-in capital 實繳資本 unaudited 未經審核	Group's effective interest 本集團的實際權益	Held by the Company 由本公司持有	Held by a subsidiary 由子公司持有	
Yuecai Trust • Huijinkeji 129-1 Collective Fund Trust Plan ("Yuecai Trust Huijinkeji 129-1") (粵財信託 • 慧金科技129-1號集合資金信託計劃)	(i)	Trust plan	June 2021 the PRC	RMB 134,100,000	RMB134,100,000	50%	50%	0%	Investment
粵財信託 • 慧金科技129-1號集合資金信託計劃 (「粵財信託 • 慧金科技129-1號」)	(i)	信託計劃	2021年6月 中國	人民幣134,100,000 元	人民幣134,100,000 元	50%	50%	0%	投資
Yunnan Trust Qingquan 48 Collective Fund Trust Plan ("Yunnan Trust Qingquan 48") ("雲南信託 — 清泉48號單一資金信託計劃")	(ii)	Trust plan	January 2021 the PRC	RMB50,000,000	RMB50,000,000	50%	50%	0%	Investment
雲南信託 — 清泉48號單一資金信託計劃 (「雲南信託 — 清泉48號」)	(ii)	信託計劃	2021年1月 中國	人民幣50,000,000 元	人民幣50,000,000 元	50%	50%	0%	投資
Yunnan Trust Qingquan 37 Collective Fund Trust Plan ("Yunnan Trust Qingquan 37") ("雲南信託 — 清泉37號單一資金信託計劃")	(iii)	Trust plan	March 2021 the PRC	RMB161,000,000	RMB161,000,000	50%	50%	0%	Investment
雲南信託 — 清泉37號單一資金信託計劃 (「雲南信託 — 清泉37號」)	(iii)	信託計劃	2021年3月 中國	人民幣161,000,000 元	人民幣161,000,000 元	50%	50%	0%	投資

(i) The underlying loans of Yuecai Trust • Huijinkeji 129-1 Collective Fund matured in June 2022. After negotiation with the trust investors, the Group does not perform the guarantee obligation for a certain grace period.

(ii) The underlying loans of the Yunnan Trust Qingquan 48 Collective Fund Trust Plan matured in January 2022. After negotiation with the trust investors, the Group does not perform the guarantee obligation for a certain grace period.

(i) 粵財信託 • 慧金科技129-1號集合基金的相關貸款於2022年6月到期。經與信託投資者協商, 本集團於若干寬限期內暫未履行擔保責任。

(ii) 雲南信託 — 清泉48號集合資金信託計劃的相關貸款於2022年1月到期。經與信託投資者協商, 本集團於若干寬限期內暫未履行擔保責任。

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25 FINANCIAL LIABILITIES MEASURED AT FVPL (Continued)

- (iii) Part of the underlying loan of the Yunnan Trust Qingquan 37 Collective Fund Trust Plan matured in September 2022, which is amounted to RMB58,139,000. As the borrowers of the underlying loans were unable to repay the principal and interest as expected, the Group fulfilled its obligation of default guarantee payments to the Trust Plan in September 2022 according to the relevant guarantee contract. Subsequently, the Group irrevocably assigned part of defaulted guarantee payments amounted to RMB37,289,000 arising from the above matter to Foshan Properties Management Co., Ltd. for a total consideration of RMB32,000,000. As at 30 June 2023, the Group recovered part of the amount from the debtors, and the balance of the default guarantee payment arising from the above matter was RMB13,408,000 (2022: RMB16,048,000).

Summarised financial information of the Trust Plans, adjusted for any differences in accounting policies, and a reconciliation to the carrying amount in the consolidated financial statements, are disclosed below:

Aggregate information of individually immaterial jointly controlled Trust Plans:

25 按公允價值計入損益計量的金融負債(續)

- (iii) 雲南信託 — 清泉37號集合資金信託計劃的部分相關貸款於2022年9月到期，金額為人民幣58,139,000元。由於相關貸款的借款人未能如期償還本金及利息，本集團根據相關擔保合同於2022年9月向信託計劃履行違約擔保付款責任。隨後，本集團不可撤回地將上述事項產生的部分違約擔保付款人民幣37,289,000元轉讓予佛山頤和物業管理有限公司，總代價為人民幣32,000,000元。於2023年6月30日，本集團向債務人收回部分款項，因上述事項產生的違約擔保付款結餘為人民幣13,408,000元（2022年：人民幣16,048,000元）。

根據會計政策差異調整的信託計劃概要財務資料，以及綜合財務報表中賬面金額的調整，披露如下：

個別非重要共同控制信託計劃的匯總資料：

		30 June 2023 於2023年 6月30日 RMB'000 人民幣千元	31 December 2022 於2022年 12月31日 RMB'000 人民幣千元
Aggregate carrying amount of individually immaterial jointly controlled Trust Plans in the consolidated financial statements	於綜合財務報表中個別非重要共同控制信託計劃的總面值	7,526	1,818
Aggregate amounts of the Group's share of profit of these controlled Trust Plans in the consolidated financial statements:	本集團於綜合財務報表應佔該等受控制信託計劃的利潤總額：		
Loss from operation and total comprehensive income	經營虧損及全面收益總額	5,708	6,843

25 FINANCIAL LIABILITIES MEASURED AT FVPL
(Continued)

(iii) (Continued)

As of 30 June 2023, the Company's maximum potential loss in relation to the financial guarantees issued the Trust Plans amounted to RMB98,179,000 (31 December 2022: RMB109,057,000), which would be recognised if the underlying investments of the Trust Plans default completely.

26 INCOME TAX IN THE CONSOLIDATED STATEMENT OF FINANCIAL POSITION

(a) Movements in current taxation in the consolidated statements of financial position are as follows:

		At 30 June 2023 於2023年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 31 December 2022 於2022年 12月31日 RMB'000 人民幣千元 (audited) (經審核)
Balance of income tax payable at the beginning of the period/year	期／年初應付所得稅餘額	51,684	10,394
Provision for income tax on the estimated taxable profit for the period/year	期／年內按估計應納稅利潤計提的所得稅費用	47,506	75,860
Income tax paid during the period/year	期／年內已繳納所得稅	(49,465)	(34,570)
Balance of income tax payable at the end of the period/year	期／年末應付所得稅餘額	49,725	51,684

25 按公允價值計入損益計量的金融負債(續)

(iii) (續)

截至2023年6月30日，本公司與發行信託計劃的財務擔保金額有關的最大潛在虧損為人民幣98,179,000元(2022年12月31日：人民幣109,057,000元)，前提是信託計劃的有關投資完全違約，該虧損將被確認。

26 綜合財務狀況表的所得稅

(a) 當期稅項於綜合財務狀況表的變動如下：

(Expressed in Renminbi unless otherwise indicated) / (除文義另有所指外，均以人民幣列示)

26 INCOME TAX IN THE CONSOLIDATED STATEMENT OF FINANCIAL POSITION

(Continued)

(b) Deferred tax assets and liabilities recognised:

The components of deferred tax assets/(liabilities) recognised in the consolidated statement of financial position and the movements during the period/year are as follows:

26 綜合財務狀況表的所得稅(續)

(b) 已確認遞延稅項資產及負債：

於綜合財務狀況表確認的遞延稅項資產/(負債)項目及於期/年內的變動如下：

		Deferred tax assets (audited) 遞延稅項資產(經審核)						Deferred tax liabilities (audited) 遞延稅項負債(經審核)				Net 淨額 RMB'000 人民幣千元	
		Note 附註	Liabilities from guarantees	Impairment loss	Others	Financial instrument	Deductible losses	Interest in associates 於聯營公司 的權益	Total	Interest in associates 於聯營公司 的權益	Re- guarantee fee 再擔保費用		Total
			RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元		RMB'000 人民幣千元
At 1 January 2023 Recognised to the consolidated statement of profit or loss	於2023年1月1日 於綜合損益表確認		22,990	74,987	9,397	6,070	10,663	5,192	129,299	(159)	(434)	(593)	128,706
Charged to reserves	計入公積	6(a)	20,683	8,669	2,847	1,431	2,042	1,014	36,686	—	205	205	36,891
			—	—	—	(70)	—	—	(70)	—	—	—	(70)
At 30 June 2023 (unaudited)	於2023年 6月30日 (未經審核)		43,673	83,656	12,244	7,431	12,705	6,206	165,915	(159)	(229)	(388)	165,527

		Deferred tax assets 遞延稅項資產						Deferred tax liabilities 遞延稅項負債				Net 淨額 RMB'000 人民幣千元	
		Note 附註	Liabilities from guarantees	Impairment loss	Others	Financial instrument	Deductible losses	Interest in associates 於聯營公司 的權益	Total	Interest in associates 於聯營公司 的權益	Re- guarantee fee 再擔保費用		Total
			RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元		RMB'000 人民幣千元
At 1 January 2022 Recognised to the consolidated statement of profit or loss	於2022年1月1日 於綜合損益表確認		5,894	41,290	8,882	2,712	7,522	2,710	69,010	(159)	124	(35)	68,975
Charged to reserves	計入公積		17,096	33,697	515	2,498	3,141	2,482	59,429	—	(558)	(558)	58,871
			—	—	—	860	—	—	860	—	—	—	860
At 31 December 2022	於2022年12月31日		22,990	74,987	9,397	6,070	10,663	5,192	129,299	(159)	(434)	(593)	128,706

26 INCOME TAX IN THE CONSOLIDATED STATEMENT OF FINANCIAL POSITION

(Continued)

(c) Reconciliation to the consolidated statement of financial position:

	At 30 June 2023 於2023年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 31 December 2022 於2022年 12月31日 RMB'000 人民幣千元 (audited) (經審核)
Net deferred tax asset recognised in the consolidated statement of financial position	165,527	128,862
Net deferred tax liability recognised in the consolidated statement of financial position	—	(156)
	165,527	128,706

26 綜合財務狀況表的所得稅(續)

(c) 綜合財務狀況表對賬：

27 CAPITAL, RESERVES AND DIVIDENDS

(a) Dividends

Dividends payable to equity shareholders attributable to the previous financial year, approved during the interim period.

27 資本、儲備及股息

(a) 股息

中期期間批准並於上一個財政年度應派付予股權持有人之股息。

	Six months ended 30 June 截至6月30日止六個月 2023 2023年 RMB'000 人民幣千元 (unaudited) (未經審核)	2022 2022年 RMB'000 人民幣千元 (unaudited) (未經審核)
Final dividend in respect of the previous financial year, approved during the following interim period, of RMB3.5 cents per share (six months ended 30 June 2022: RMB5 cents per share)	54,628	78,039

(Expressed in Renminbi unless otherwise indicated) / (除文義另有所指外，均以人民幣列示)

27 CAPITAL, RESERVES AND DIVIDENDS (Continued)

27 資本、儲備及股息(續)

(a) Dividends (Continued)

The Company will pay final cash dividends of RMB54.63 million, which had been declared on 28 June 2023 but not yet distributed.

On 28 July 2022, the Company paid final cash dividends of RMB78.04 million, which had been declared on 22 June 2022.

(b) Share capital

The share capital of the Company as at 30 June 2023 and 31 December 2022 are as follows:

(a) 股息(續)

本公司將派付於2023年6月28日已宣派但未派發的末期現金股息人民幣54.63百萬元。

於2022年7月28日，本公司已派付於2022年6月22日所宣派的末期現金股息人民幣78.04百萬元。

(b) 股本

本公司於2023年6月30日及2022年12月31日的股本如下：

		30 June 2023 (unaudited) 2023年6月30日 (未經審核)		31 December 2022 (audited) 2022年12月31日 (經審核)	
		No. of shares (‘000) 股份數目 (千股)	RMB‘000 人民幣千元	No. of shares (‘000) 股份數目 (千股)	RMB‘000 人民幣千元
Ordinary shares, issued and fully paid:	已發行及繳足的普通股：				
As at 1 January	於1月1日	1,560,793	1,560,793	1,560,793	1,560,793
Issuance of new shares	發行新股份	—	—	—	—
As at 30 June/ 31 December	於6月30日/ 12月31日	1,560,793	1,560,793	1,560,793	1,560,793

(c) Nature and purpose of reserves

(i) Share premium

The share premium represents the difference between the share capital/par value of the shares of the Company and capital injection/proceeds received from the issuance of the shares of the Company.

(ii) Capital reserve

The capital reserve represents the contribution from equity shareholders for disposal of a subsidiary.

(c) 儲備性質及目的

(i) 股本溢價

股本溢價指本公司股本/股份面值與注資/發行本公司股份所得款項之間的差額。

(ii) 資本公積

資本公積指股權持有人就出售子公司的出資。

27 CAPITAL, RESERVES AND DIVIDENDS (Continued)**(c) Nature and purpose of reserves (Continued)****(iii) Fair value reserve**

The fair value reserve comprises the cumulative net change in investment securities measured at FVOCI held at the end of the reporting period.

(iv) Surplus reserve

Surplus reserve comprises statutory surplus reserve and discretionary surplus reserve.

The entities established in the PRC are required to appropriate 10% of its net profit, as determined under the China Accounting Standards for Business Enterprises and other relevant regulations issued by the Ministry of Finance of the PRC ("MOF"), to the statutory surplus reserve until the balance reaches 50% of the registered capital.

Subject to the approval of equity holders of the entities established in the PRC, statutory surplus reserves may be used to net off with accumulated losses, if any, and may be converted into capital, provided that the balance of statutory surplus reserve after such capitalization is not less than 25% of the registered capital before capitalization.

After making the appropriation to the statutory surplus reserve, the Group may also appropriate its net profit to the discretionary surplus reserve upon approval by shareholders.

27 資本、儲備及股息(續)**(c) 儲備性質及目的(續)****(iii) 公允價值公積**

公允價值公積包括於報告期末所持按公允價值計入其他全面收益計量的投資證券的累計淨變動。

(iv) 盈餘公積

盈餘公積包括法定盈餘公積及任意盈餘公積。

於中國成立的實體須將其純利(根據中國財政部(「**中國財政部**」)頒佈的中國企業會計準則及其他相關規例而釐定)的10%劃撥至法定盈餘公積,直至餘額達到註冊資本的50%。

在獲於中國成立的實體的股權持有人批准的情況下,法定盈餘公積可用於彌補累計虧損(如有),亦可轉撥至資本,惟在該資本化後法定盈餘公積餘額不得低於資本化前註冊資本的25%。

在劃撥至法定盈餘公積後,本集團亦可於獲股東批准後劃撥純利至任意盈餘公積。

(Expressed in Renminbi unless otherwise indicated) / (除文義另有所指外，均以人民幣列示)

27 CAPITAL, RESERVES AND DIVIDENDS (Continued)

27 資本、儲備及股息(續)

(c) Nature and purpose of reserves (Continued)

(c) 儲備性質及目的(續)

(v) General reserve

(v) 一般風險準備

Pursuant to relevant regulations, the Company and its subsidiaries engaged in credit guarantee business are required to set aside a general reserve through appropriations of profit after tax according to 10% of its net profit as determined under the Accounting Standards for Business Enterprises and other relevant requirements issued by MOF after making good prior year's accumulated loss to cover potential losses against their assets.

根據相關規定，從事信貸擔保業務之本公司及其子公司需從稅後利潤中提取一定金額作為一般風險準備，金額為彌補以前年度累計虧損後的淨利潤(根據中國財政部頒佈的企業會計準則及其他相關規定而釐定)的10%，以彌補其資產可能出現的虧損。

Pursuant to relevant MOF notices, Foshan Micro Credit is required to set aside a general reserve to cover potential losses against its assets, and the minimum general reserve balance should be 1.5% of the ending balance of gross risk-bearing assets.

根據相關的中國財政部通告，佛山小額貸款須預留一般風險儲備以彌補其資產可能發生的損失，而一般風險儲備的最小餘額須為附有風險資產總額年結餘額的1.5%。

(vi) Other financial instrument-equity component

(vi) 其他金融工具之權益部分

Other financial instrument-equity component is the equity component of the compound financial instrument (Note 24) issued by the Group.

其他金融工具之權益部分為本集團發行的複合金融工具的權益部分(附註24)。

28 FINANCIAL RISK MANAGEMENT AND FAIR VALUES OF FINANCIAL INSTRUMENTS

Exposure to credit risk arises in the normal course of the Group's business. The Group's exposure to these risks and the financial risk management policies and practice used by the Group to manage these risks are described below.

(a) Credit risk

Credit risk arises from a customer's inability or unwillingness to meet its financial obligations to make timely payments under loans the Group guaranteed or provided. Credit risk is primarily attributable to unexpired guarantees issued by the Group, loans and advances to customers and trade and other receivables provided by the Group.

The maximum exposure to credit risk is represented by the net carrying amount of each type of financial assets as of the end of the reporting periods. In addition to guarantees issued as disclosed below, the Group has no credit risk arising from any other guarantee.

Credit risk arising from guarantees issued operations:

The Group has taken measures to identify credit risks arising from guarantees issued operations. The Group manages credit risk at every stage of the risk management system, including pre-approval, review and credit approval and post-transaction monitoring processes. The Group conducts customer acceptance and due diligence by business department and risk management department during the pre-approval process. A transaction may be subject to the review and approval of credit approval officer, regional risk committee, or chairman depending on the transaction size.

28 財務風險管理及金融工具的公允價值

本集團的日常業務過程中面臨信用風險。就該等風險而言, 本集團面臨的風險敞口、實行的財務風險管理政策及本集團管理該等風險的慣例如下所述。

(a) 信用風險

信用風險來自本集團所提供擔保或提供貸款的客戶無力或不願按時履行其財務責任。信用風險主要來自本集團發出的未到期擔保、本集團提供的發放貸款及墊款和應收及其他應收款項。

所面對的最大信用風險指截至報告期末各種金融資產的淨賬面值。除下列所披露的發出的擔保外, 本集團概無任何其他擔保產生的信用風險。

發出的擔保業務產生的信用風險:

本集團已採取措施識別發出的擔保業務產生的信用風險。本集團管理風險管理系統每個階段的信用風險, 包括事前審批、審查、信用審批及擔保後回訪。於審批前, 本集團委派業務部及風險管理部進行客戶接納及盡職審查。根據交易的規模而定, 交易可能交由信用審批人、地區風險委員會或主席審查及審批。

(Expressed in Renminbi unless otherwise indicated) / (除文義另有所指外，均以人民幣列示)

28 FINANCIAL RISK MANAGEMENT AND FAIR VALUES OF FINANCIAL INSTRUMENTS

(Continued)

(a) Credit risk (Continued)

Credit risk arising from guarantees issued operations: (Continued)

During the post-transaction monitoring process, the Group conducts on-site inspection and ongoing post-transaction reviews focus on various aspects, including but not limited to customers' product markets, operating income, assets and liabilities, cash flows from operating activities to detect potential risks. The Group takes proactive preventive actions based on the risk analysis and designs contingency plans accordingly.

When a certain number of clients undertake the same business activities, stay in the same geographical locations, or bear similar economic features for their industries, their ability to fulfil contracts will be affected by the same economic changes. Concentration of credit risk reflects the sensitivity of the Group's operating results to specific industries or geographical locations. As the Group mainly operates its businesses in the PRC, there exists a certain level of geographical concentration risk for its guarantee and loan portfolios in that it might be affected by changes in the PRC economic conditions.

Guarantees issued: At the end of each reporting period/year, the total maximum guarantees issued (net of counter-guarantees) are as follows:

28 財務風險管理及金融工具的公允價值(續)

(a) 信用風險(續)

發出的擔保業務產生的信用風險：(續)

擔保後回訪中，本集團就(包括但不限於)客戶產品市場、經營收入、資產負債情況、經營活動的現金流量等多個方面進行實地檢查及持續回訪，以偵測潛在風險。本集團根據風險分析作出積極的防範措施並設計相應的應變計劃。

當若干數量的客戶進行相同的業務活動，處於相同的地理位置或其行業具有相似的經濟特性，彼等的履約能力將受到同一經濟變化的影響。信用風險的集中程度反映了本集團經營業績對某一特定行業或地理位置的敏感程度。由於本集團主要在中國經營業務，其擔保及貸款組合因此承擔一定的地理集中風險，並可能因中國經濟狀況的變化而受到影響。

發出的擔保：於各報告期/年末，已發出的最高擔保總額(扣除反擔保)如下：

		30 June 2023 2023年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)	31 December 2022 2022年 12月31日 RMB'000 人民幣千元 (audited) (經審核)
Performance guarantee	履約擔保	6,093,359	5,893,316
Financing guarantee	融資擔保	5,049,983	4,356,958
Litigation guarantee	訴訟擔保	64,409	31,411
Subtotal	小計	11,207,751	10,281,685
Less: Customer pledged deposits	減：存入保證金	(59,865)	(73,328)
Total	合計	11,147,886	10,208,357

28 FINANCIAL RISK MANAGEMENT AND FAIR VALUES OF FINANCIAL INSTRUMENTS

(Continued)

(a) Credit risk (Continued)***Credit risk arising from guarantees issued operations: (Continued)***

The total maximum guarantees issued (net of counter-guarantees) represent the maximum potential loss that would be recognised if counterparties failed completely to perform as contracted.

The maximum exposure to credit risk in respect of guarantees issued (net of counter-guarantees) by industry at 30 June 2023 and 31 December 2022 is as follows:

28 財務風險管理及金融工具的公允價值(續)**(a) 信用風險(續)*****發出的擔保業務產生的信用風險：(續)***

已發出的最高擔保總額(扣除反擔保)指交易對手完全不按合約履行責任時應確認的最高潛在虧損。

於2023年6月30日及2022年12月31日按行業劃分之已發出的擔保信用風險的最高承擔額(扣除反擔保)如下：

		30 June 2023 (unaudited) 2023年6月30日 (未經審核)		31 December 2022 (audited) 2022年12月31日 (經審核)	
		RMB'000 人民幣千元	% %	RMB'000 人民幣千元	% %
Construction	建造業	3,812,143	34%	3,909,929	38%
Real estate	房地產業	2,239,571	20%	2,094,321	20%
Manufacturing	製造業	1,692,059	15%	1,744,331	17%
Technology services	技術服務業	1,073,102	10%	252,519	2%
Wholesale	批發業	1,098,858	9%	924,861	8%
Retail	零售業	342,244	3%	381,773	3%
Leasing and commercial services	租賃及商業服務業	384,524	2%	463,035	5%
Service industry	服務業	48,417	1%	28,578	1%
Agriculture	農業	50,623	1%	44,579	1%
Transportation, warehousing and postal service	交通運輸、倉儲及郵政服務業	63,963	1%	62,831	1%
Finance	金融業	10,000	1%	24,910	1%
Others	其他	392,247	3%	350,018	3%
Total of guarantees issued	發出的擔保合計	11,207,751	100%	10,281,685	100%

(Expressed in Renminbi unless otherwise indicated) / (除文義另有所指外，均以人民幣列示)

28 FINANCIAL RISK MANAGEMENT AND FAIR VALUES OF FINANCIAL INSTRUMENTS

(Continued)

(a) Credit risk (Continued)

Credit risk arising from financial assets measured at amortized cost:

The Group adopts similar pre-approval, review and credit approval risk management system for credit risk arising from financial assets measured at amortized cost. During the post-transaction monitoring process, the Group conducts a visit of customers regularly after disbursement of loans and receivables, and conducts on-site inspection on a regular basis. The review focuses on the use of loans and receivables, the financial and operational conditions of the borrowers or the progress of projects and status of the collateral.

The Group classifies financial assets measured at amortized cost into three stages and makes provisions for expected credit losses accordingly, depending on whether credit risk on that financial instrument has increased significantly since initial recognition.

28 財務風險管理及金融工具的公允價值(續)

(a) 信用風險(續)

按攤銷成本計量的金融資產的信用風險：

本集團就按攤銷成本計量的金融資產的信用風險採取類似的事前審批、審查及信用審批風險管理系統。擔保後回訪中，本集團於發放貸款及應收款項後定期回訪客戶，並定期進行實地檢查。審查主要集中於貸款及應收款項用途、借款人的財務及經營狀況、項目進度及抵押品的狀況。

本集團將以攤銷成本計量的金融資產劃分為三個階段，並據此計提預期信貸虧損，預期信貸虧損取決於該金融工具的信用風險自初始確認後是否發生顯著增加。

28 FINANCIAL RISK MANAGEMENT AND FAIR VALUES OF FINANCIAL INSTRUMENTS

(Continued)

(a) Credit risk (Continued)***Significant increase in credit risk***

The assessment of significant increase since initial recognition in the credit risk is performed at least on a quarterly basis for financial assets held by the Group. The Group takes into consideration all reasonable and supportable information (including forward-looking information) that reflects significantly change in credit risk for the purposes of classifying financial assets. The main considerations are regulatory and operating environment, internal and external credit risk gradings, debt-servicing capacity, operating capabilities, contractual terms, and repayment records. The Group compares the risk of default of a single financial asset or a portfolio of financial assets with similar credit risk characteristics as at statement of financial position date and its risk of default at the date of initial application to determine changes in the risk of default during the lifetime of a financial asset or a portfolio of financial assets. In determining whether credit risk of a financial asset has increased significantly since initial recognition, the Group considers factors indicating whether the probability of default has risen sharply, whether the financial asset has been past due (except micro-lending, which is past due within 7 days), whether the market price has been falling to assess deterioration.

Impairment assessment

- significant financial difficulties of the debtor;
- a breach of contract, such as a default or delinquency in interest or principal payments;
- it becoming probable that the borrower will enter into bankruptcy or other financial reorganisation;

28 財務風險管理及金融工具的公允價值(續)**(a) 信用風險(續)*****信用風險顯著增加***

本集團至少於每季度評估本集團所持金融資產的信用風險自初始確認後是否發生顯著增加。本集團進行金融資產劃分時充分考慮反映其信用風險是否出現顯著變化的各種合理且有依據的資料, 包括前瞻性資料。主要考慮因素有監管及經營環境、內外部信用風險評級、償債能力、經營能力、合約條款、還款記錄等。本集團以單項金融資產或者具有相似信用風險特徵的金融資產組合為基礎, 通過比較金融資產在財務狀況表日發生違約的風險與在初始應用日發生違約的風險, 以確定金融資產或金融資產組合存續期內發生違約風險的變化情況。本集團通過考慮違約概率是否大幅上升、金融資產是否逾期(不包括逾期7日內的小額貸款)、市場價格是否下跌等因素, 以判斷金融資產的信用風險自初始確認後是否發生顯著增加。

減值評估

- 債務人發生重大財務困難;
- 違反合約, 如逾期或拖欠償還利息或本金付款;
- 借款人很可能破產或進行其他財務重組;

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28 FINANCIAL RISK MANAGEMENT AND FAIR VALUES OF FINANCIAL INSTRUMENTS

(Continued)

(a) Credit risk (Continued)

Impairment assessment (Continued)

- significant changes in the technological, market, economic or legal environment that have an adverse effect on the debtor; or
- the disappearance of an active market for a security because of financial difficulties of the issuer.

Description of parameters, assumptions, and estimation techniques

Expect for the credit-impaired financial assets, expected credit losses (“ECL”) is measured at an amount equal to 12-month ECL or lifetime ECL depending on whether a significant increase in credit risk has occurred since initial recognition or whether an asset is considered to be credit-impaired. ECL is the product of the Probability of Default (“PD”), Loss Given Default (“LGD”), and Exposure at Default (“EAD”), considering the time value of money. Related definitions are as follows:

PD is the possibility that a customer will default on its obligation within a certain period of time in light of forward-looking information.

LGD is the magnitude of the likely loss if there is a default in light of forward-looking information.

EAD refers to the total amount of on- and off-balance sheet exposures in the event of default and is determined based on the historical repayment records.

The assumptions underlying the ECL calculation, such as how the PDs and LGDs of different maturity profiles change are monitored and reviewed on a quarterly basis by the Group.

28 財務風險管理及金融工具的公允價值(續)

(a) 信用風險(續)

減值評估(續)

- 技術、市場、經濟或法律環境發生重大改變對債務人造成不利影響；或
- 因發行人財務困難，導致證券失去活躍市場。

對參數、假設及估計技術的說明

對於預計信用減值的金融資產，預期信貸虧損(「預期信貸虧損」)的金額等於12個月預期信貸虧損或生命週期預期信貸虧損，具體要取決於自初始確認後信用風險是否發生顯著提高或資產是否被認為發生信用減值。預期信貸虧損是違約概率(「違約概率」)、違約損失率(「違約損失率」)及違約風險敞口(「違約風險敞口」)三者的乘積，並考慮了貨幣的時間價值。相關定義如下：

違約概率是指考慮前瞻性資料後，客戶在未來一定時期內發生違約的可能性。

違約損失率是指考慮前瞻性資料後，預計違約可能導致的損失金額。

違約風險敞口是指預期違約時的表內和表外風險暴露總額，違約風險敞口根據歷史還款情況統計結果進行確認。

本集團每季度監控並覆核預期信貸虧損計算相關的假設，包括各期限下的違約概率及違約損失率的變動情況。

28 FINANCIAL RISK MANAGEMENT AND FAIR VALUES OF FINANCIAL INSTRUMENTS

(Continued)

(a) Credit risk (Continued)***Description of parameters, assumptions, and estimation techniques (Continued)***

There have been no significant changes in estimation techniques or significant assumptions made during the year.

The impairment loss on credit-impaired assets applied cash flow discount method, if there is objective evidence that an impairment loss has incurred, the amount of the loss is measured as the difference between the asset's gross carrying amount and the present value of estimated future cash flows discounted at the asset's original effective interest rate. The allowance for impairment loss is deducted in the carrying amount. The impairment loss is recognised in the statement of profit or loss.

It may not be possible to identify a single, or discrete events that result in the impairment, but it may be possible to identify impairment through the combined effect of several events. The impairment losses are evaluated at the end of each reporting period, unless unforeseen circumstances require more careful attention.

Write-off policy

The Group writes off financial assets when it has exhausted practical recovery efforts and has concluded there is no reasonable expectation of recovery.

28 財務風險管理及金融工具的公允價值(續)**(a) 信用風險(續)*****對參數、假設及估計技術的說明(續)***

本年度，估計技術或重大假設未發生重大變化。

已發生信用減值的資產減值損失採用貼現現金流法，如果有客觀證據顯示出現減值損失，虧損金額以資產賬面總值與按資產原實際利率折現的預計未來現金流量的現值之間的差額計量。減值虧損撥備於賬面值中扣除。減值損失金額於損益表內確認。

本集團可能無法確定導致減值的單一的或分散的事件，但是可以通過若干事件所產生的綜合影響確定減值。除非有其他不可預測的情況存在，本集團在各報告期末對減值損失進行評估。

核銷政策

當本集團執行了相關必要的程序後，金融資產仍然未能合理預期收回時，則將其進行核銷。

(Expressed in Renminbi unless otherwise indicated) / (除文義另有所指外，均以人民幣列示)

28 FINANCIAL RISK MANAGEMENT AND FAIR VALUES OF FINANCIAL INSTRUMENTS

(Continued)

(b) Fair values

(i) Financial assets and liabilities measured at fair value

Fair value hierarchy

The following table presents the carrying value of financial instruments measured at fair value at the end of the reporting period across the three levels of the fair value hierarchy defined in HKFRS 13, Fair Value Measurement, with the fair value of each financial instrument categorised in its entirety based on the lowest level of input that is significant to that fair value measurement. The levels are defined as follows:

- Level 1 valuations: Fair value measured using only Level 1 inputs i.e. unadjusted quoted prices in active markets for identical assets or liabilities at the measurement date.
- Level 2 valuations: Fair value measured using Level 2 inputs i.e. observable inputs which fail to meet Level 1, and not using significant unobservable inputs. Unobservable inputs are inputs for which market data are not available.
- Level 3 valuations: Fair value measured using significant unobservable inputs.

28 財務風險管理及金融工具的公允價值(續)

(b) 公允價值

(i) 以公允價值計量的金融資產及負債

公允價值層級

下表按香港財務報告準則第13號「公允價值計量」所界定的三個公允價值層級列示了按公允價值計量的金融工具於報告期末的賬面價值，各金融工具的公允價值以對公允價值計量而言關係重大的最低層級輸入數據為依據進行整體分類。有關層級定義如下：

- 第一層次估值：僅使用第一層次輸入數據計量的公允價值，即於計量日在活躍市場對相同資產或負債未經調整的報價。
- 第二層次估值：使用第二層次輸入數據計量的公允價值，即不符合第一層次的可觀察輸入數據及未有採用重大不可觀察輸入數據。不可觀察輸入數據乃指無法取得市場資料的輸入數據。
- 第三層次估值：使用重大不可觀察輸入數據計量的公允價值。

28 FINANCIAL RISK MANAGEMENT AND FAIR VALUES OF FINANCIAL INSTRUMENTS
(Continued)**(b) Fair values (Continued)****(i) Financial assets and liabilities measured at fair value (Continued)***Fair value hierarchy (Continued)*

The Group has a team performing valuations for the financial instruments, including the unlisted equity securities and the conversion option embedded in convertible bonds. The team reports directly to the chief financial officer and the audit committee. A valuation report with analysis of changes in fair value measurement is prepared by the team at each interim and annual reporting date, and is reviewed and approved by the chief financial officer. Discussion of the valuation process and results with the chief financial officer and the audit committee is held twice a year, to coincide with the reporting dates.

28 財務風險管理及金融工具的公允價值(續)**(b) 公允價值(續)****(i) 以公允價值計量的金融資產及負債(續)***公允價值層級(續)*

本集團擁有一支團隊為金融工具進行估值, 包括未上市權益證券及嵌入可轉換債券的轉換選擇權。該團隊直接向財務總監及審計委員會匯報。於各中期及年度報告日, 該團隊編製載有公允價值計量變動分析的估值報告, 並由財務總監審批。每年兩次與財務總監及審計委員會討論估值過程及結果, 以與報告日期一致。

		30 June 2023 (unaudited) 2023年6月30日(未經審核)			
		Level 1	Level 2	Level 3	Total
		第一層次	第二層次	第三層次	合計
		RMB'000	RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元	人民幣千元
Recurring fair value measurements assets	按經常性公允價值計量的資產				
Assets:	資產:				
Financial assets measured at FVOCI	按公允價值計入其他全面收益計量的金融資產	—	—	70,686	70,686
Financial assets measured at FVPL	按公允價值計入損益計量的金融資產	—	—	122,224	122,224
Total assets measured at recurring fair value	按經常性公允價值計量的資產總計	—	—	192,910	192,910
Liabilities:	負債:				
Financial liabilities measured at FVPL	按公允價值計入損益計量的金融負債	—	—	(7,526)	(7,526)
Total liabilities measured at recurring fair value	按經常性公允價值計量的負債總計	—	—	(7,526)	(7,526)

(Expressed in Renminbi unless otherwise indicated) / (除文義另有所指外，均以人民幣列示)

28 FINANCIAL RISK MANAGEMENT AND FAIR VALUES OF FINANCIAL INSTRUMENTS (Continued)

(b) Fair values (Continued)

(i) Financial assets and liabilities measured at fair value (Continued)

Fair value hierarchy (Continued)

28 財務風險管理及金融工具的公允價值(續)

(b) 公允價值(續)

(i) 以公允價值計量的金融資產及負債(續)

公允價值層級(續)

		31 December 2022 (audited) 2022年12月31日(經審核)			
		Level 1	Level 2	Level 3	Total
		第一層次	第二層次	第三層次	合計
		RMB'000	RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元	人民幣千元
Recurring fair value measurements assets	按經常性公允價值計量的資產				
Assets:	資產：				
Financial assets measured at FVOCI	按公允價值計入其他全面收益計量的金融資產	—	—	76,163	76,163
Financial assets measured at FVPL	按公允價值計入損益計量的金融資產	—	—	40,943	40,943
Total assets measured at recurring fair value	按經常性公允價值計量的資產總計	—	—	117,106	117,106
Liabilities:	負債：				
Financial liabilities measured at FVPL	按公允價值計入損益計量的金融負債	—	—	(1,818)	(1,818)
Total liabilities measured at recurring fair value	按經常性公允價值計量的負債總計	—	—	(1,818)	(1,818)

28 FINANCIAL RISK MANAGEMENT AND FAIR VALUES OF FINANCIAL INSTRUMENTS
(Continued)**(b) Fair values (Continued)****(i) Financial assets and liabilities measured at fair value (Continued)***Information about Level 3 fair value measurements*

The valuation techniques used and the qualitative and quantitative information of key parameters for recurring fair value measurements categorized within Level 3. Quantitative information of Level 3 fair value measurement is as below:

	Fair value as at 30 June 2023 於2023年 6月30日的 公允價值	Fair value as at 31 December 2022 於2022年 12月31日的 公允價值	Valuation techniques 估值技術	Significant unobservable input 重大不可觀察輸入數據
Unlisted equity instruments 非上市權益工具	83,053	89,138	Comparable transactions 可資比較交易	Discount for lack of marketability 缺乏流通性折價
Convertible bonds 可轉換債券	24,896	24,928	Discounted cash flow 折現現金流量	Risk-adjusted discount rate 風險調整折現率
Wealth management products 理財產品	80,971	—	Discounted cash flow 折現現金流量	Discount rate, Future Cash Flow 折現率、未來現金 流量
Redemption option arising from unlisted equity instruments 非上市權益工具產生的回購權	3,990	3,040	B-S Model B-S模型	Risk-adjusted discount rate & Discount for lack of marketability 風險調整折現率及 缺乏流通性折價
Interest in joint ventures 於合營企業之權益	(7,526)	(1,818)	Discounted cash flow 折現現金流量	Risk-adjusted discount rate 風險調整折現率

During the period ended 30 June 2023, there were no significant change in the valuation techniques.

28 財務風險管理及金融工具的公允價值(續)**(b) 公允價值(續)****(i) 以公允價值計量的金融資產及負債(續)***第三層次公允價值計量資料*

經常性公允價值計量所採用的估值技術及主要參數的定性及定量資料分類至第三層次。第三層次公允價值計量的定量資料如下：

截至2023年6月30日止期間，估值技術並無重大變動。

(Expressed in Renminbi unless otherwise indicated) / (除文義另有所指外，均以人民幣列示)

28 FINANCIAL RISK MANAGEMENT AND FAIR VALUES OF FINANCIAL INSTRUMENTS (Continued)

(b) Fair values (Continued)

(i) Financial assets and liabilities measured at fair value (Continued)

Information about Level 3 fair value measurements (Continued)

As at 31 December 2022, due to the impact of Covid-19, the income of unlisted equity has fluctuated greatly, which increased the difficulty of using historical data to predict future profitability. Given the impact may be difficult to be eliminated in a foreseeable period, the valuation technique of unlisted equity was changed from the DCF method to the comparable transactions method. Other than this, above-mentioned recurring and non-recurring third-level fair value valuation techniques for the fair value of assets and liabilities have not change.

As at 30 June 2023 and 31 December 2022, unobservable inputs such as risk-adjusted discount rate was used in the valuation of financial investments at fair value classified as Level 3, which were mainly wealth management product and convertible bonds. The fair value of these financial investments fluctuates according to the changes in the unobservable inputs.

The sensitivity of the fair value measurement on changes in unobservable inputs for Level 3 financial instruments is measured at fair value on an ongoing basis.

28 財務風險管理及金融工具的公允價值(續)

(b) 公允價值(續)

(i) 以公允價值計量的金融資產及負債(續)

第三層次公允價值計量資料(續)

於2022年12月31日，由於Covid-19的影響，非上市股權的收入大幅波動，增加使用過往數據預測未來盈利能力的難度。鑒於在可預見期間可能難以消除的影響，非上市股權的估值技術已由折現現金流量法變更為可資比較交易法。除此以外，上述有關資產及負債的公允價值的經常性及非經常性第三層次公允價值估值技術並無變動。

於2023年6月30日及2022年12月31日，對按分類為第三層次公允價值計量的金融投資(主要為理財產品及可轉換債券)進行估值時，採用風險調整折現率等不可觀察輸入數據。該等金融投資的公允價值隨著不可觀察輸入數據的變動而波動。

第三層次金融工具的不可觀察輸入數據變動的公允價值計量敏感度按公允價值持續計量。

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28 FINANCIAL RISK MANAGEMENT AND FAIR VALUES OF FINANCIAL INSTRUMENTS

(Continued)

(b) Fair values (Continued)

(i) Financial assets and liabilities measured at fair value (Continued)

Information about Level 3 fair value measurements (Continued)

The movement during the period in the balance of Level 3 fair value measurements is as follows:

28 財務風險管理及金融工具的公允價值(續)

(b) 公允價值(續)

(i) 以公允價值計量的金融資產及負債(續)

第三層次公允價值計量資料(續)

期內，第三層次公允價值計量的結餘變動如下：

		At 30 June 2023 於2023年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 31 December 2022 於2022年 12月31日 RMB'000 人民幣千元 (unaudited) (未經審核)
Financial assets measured at FVOCI:	按公允價值計入其他全面收益計量的金融資產：		
As at 1 January	於1月1日	76,163	73,002
Payment for purchases	購買付款	300	8,000
Proceeds from sales	銷售所得款項	(7,579)	(1,400)
Net unrealised gains or losses recognised in other comprehensive income during the period	期內於其他全面收益確認的未變現收益或虧損淨額	1,802	(3,439)
As at 30 June/31 December	於6月30日/ 12月31日	70,686	76,163
Financial assets measured at FVPL:	按公允價值計入損益計量的金融資產：		
As at 1 January	於1月1日	40,943	31,094
Payment for purchases	購買付款	80,863	6,900
Proceeds from sales	銷售所得款項	—	—
Changes in fair value recognised in profit or loss during the period	於期內在損益中確認的公允價值變動	418	2,949
As at 30 June/31 December	於6月30日/ 12月31日	122,224	40,943
Financial liabilities measured at FVPL:	按公允價值計入損益計量的金融負債：		
As at 1 January	於1月1日	(1,818)	(16,384)
Payment for purchases	購買付款	—	—
Proceeds from sales	銷售所得款項	—	21,409
Changes in fair value recognised in profit or loss during the year	於年內在損益中確認的公允價值變動	(5,708)	(6,843)
As at 30 June/31 December	於6月30日/ 12月31日	(7,526)	(1,818)
Total gains or losses for the period included in profit or loss for assets held at the end of the reporting period	於報告期末所持資產的已計入損益之期間收益或虧損總額	(5,290)	(3,894)

(Expressed in Renminbi unless otherwise indicated) / (除文義另有所指外，均以人民幣列示)

28 FINANCIAL RISK MANAGEMENT AND FAIR VALUES OF FINANCIAL INSTRUMENTS (Continued)

(b) Fair values (Continued)

(i) Financial assets and liabilities measured at fair value (Continued)

Information about Level 3 fair value measurements (Continued)

During the period ended 30 June 2023 and period the ended 30 June 2022, there were no transfers between Level 1 and Level 2, or transfers into or out of Level 3. The Group's policy is to recognise transfers between levels of fair value hierarchy as at the end of the reporting period in which they occur.

(ii) Fair value of financial assets and liabilities carried at other than fair value

The carrying amounts of the Group's financial instruments carried at amortised cost were not materially different from their fair values as at 30 June 2023 and 31 December 2022.

29 COMMITMENTS AND CONTINGENT LIABILITIES

(a) Litigations and disputes

As at 30 June 2023, the Group had no material outstanding litigation or disputes in which the Group was a defendant.

30 MATERIAL RELATED PARTY TRANSACTIONS

(a) Parent and ultimate controlling party

The Company does not have a majority shareholder or an ultimate controlling party.

As at 30 June 2019, Foshan Financial Investment Holding Co., Ltd. ("Foshan Financial Investment Holding", 佛山市金融投資控股有限公司, a government entity) obtained 28% of the Company's equity interests via acquisition and contributing additional share capital to the Company. As a result, Foshan Financial Investment Holding is the top shareholder of the Company.

28 財務風險管理及金融工具的公允價值(續)

(b) 公允價值(續)

(i) 以公允價值計量的金融資產及負債(續)

第三層次公允價值計量資料(續)

截至2023年6月30日止期間及截至2022年6月30日止期間，第一層次與第二層次之間並無轉換，或轉換至第三層次或自第三層次轉出。本集團的政策乃於發生轉讓的報告期末確認公允價值各層級之間的轉換。

(ii) 以非公允價值計量的金融資產及負債的公允價值

於2023年6月30日及2022年12月31日，本集團按攤銷成本計量的金融工具的賬面價值與其公允價值相若。

29 承擔及或有負債

(a) 訴訟及糾紛

於2023年6月30日，本集團並無作為被告的重大未決訴訟及糾紛。

30 重大關聯方交易

(a) 母公司及最終控制方

本公司並無主要股東或最終控制方。

於2019年6月30日，佛山市金融投資控股有限公司(「佛山金融投資控股」，一間政府實體)通過收購及向本公司增資取得本公司28%的股權。因此，佛山金融投資控股為本公司的最大股東。

30 MATERIAL RELATED PARTY TRANSACTIONS
(Continued)**30 重大關聯方交易(續)****(b) Key management personnel remuneration****(b) 關鍵管理人員薪酬**

		Six months ended 30 June 截至6月30日止六個月	
		2023 2023年 RMB'000 人民幣千元 (unaudited) (未經審核)	2022 2022年 RMB'000 人民幣千元 (unaudited) (未經審核)
		Note 附註	
Key management personnel remuneration	關鍵管理人員薪酬	(i)	3,309
			3,236

(i) Total remuneration is included in "staff costs" (Note 5(b)).

(i) 薪酬總額計入「員工成本」(附註5(b))。

(c) Related parties transactions**(c) 關聯方交易**

		Six months ended 30 June 截至6月30日止六個月	
		2023 2023年 RMB'000 人民幣千元 (unaudited) (未經審核)	2022 2022年 RMB'000 人民幣千元 (unaudited) (未經審核)
Pledged bank deposits	存出擔保保證金	46,000	64,300
Settlement of pledged bank deposits	結算存出擔保保證金	(54,000)	(31,000)
Additions of interest-bearing borrowings	新增計息借款	15,399	7,000
Decrease of interest-bearing borrowings	計息借款減少	(4,000)	(1,500)
Additions of other receivables	新增其他應收款項	8,685	2,803
Decrease of other receivables	其他應收款項減少	(2,270)	(1,242)
Additions of prepayment	新增預付款項	12,000	10,573
Additions of other payables	新增其他應付款項	8,377	6,936
Decrease of other payables	其他應付款項減少	(9,000)	(6,600)
Additions of customer pledged deposits	新增存入保證金	100	—
Decrease of customer pledged deposits	存入保證金減少	(260)	—
Additions of financial liabilities measured at FVPL	新增按公允價值計入損益計量的金融負債	8,243	—
Decrease of financial liabilities measured at FVPL	按公允價值計入損益計量的金融負債減少	—	(3,112)
Additions of lease liabilities	新增租賃負債	2,898	—
Decrease of lease liabilities	租賃負債減少	(3,305)	—
Providing guarantee	提供擔保	212,108	60,000
Releasing guarantee	解除擔保	(43,371)	(142,140)
Acquisition of intangible assets	收購無形資產	1,646	728
Guarantee fee income	擔保費收入	1,693	1,562
Interest income	利息收入	3,616	2,400
Consulting fee income	諮詢費收入	1,112	2,321

(Expressed in Renminbi unless otherwise indicated) / (除文義另有所指外，均以人民幣列示)

30 MATERIAL RELATED PARTY TRANSACTIONS (Continued)

30 重大關聯方交易(續)

(d) Balances with related parties

(d) 與關聯方之間的餘額

		At 30 June 2023 於2023年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 31 December 2022 於2022年 12月31日 RMB'000 人民幣千元 (audited) (經審核)
Pledged bank deposits	存出擔保保證金	41,500	49,500
Trade and other receivables	應收及其他應收款項	244,248	214,434
Accrual and other payables	應計及其他應付款項	228	851
Customer pledged deposits	存入保證金	750	910
Lease liabilities	租賃負債	5,732	6,139
Financial liabilities measured at FVPL	按公允價值計入損益 計量的金融負債	10,061	1,818
Guarantee issued	已發出的擔保	410,614	241,877

31 INTERESTS IN UNCONSOLIDATED STRUCTURED ENTITIES

31 於未合併的結構化主體中的權益

The Group is involved with structured entities through the provision of financial guarantees. These structured entities generally finance the purchase of assets by issuing securities or by other means, and are sponsored by other institutions. The Group determines whether or not to consolidate these structured entities depending on whether the Group has control over them.

本集團通過提供財務擔保參與結構化主體。該等結構化主體通常通過發行證券或其他方式為購買資產提供資金，並由其他機構提供資金。本集團視乎是否對其擁有控制權決定是否合併該等結構化主體。

31 INTERESTS IN UNCONSOLIDATED STRUCTURED ENTITIES (Continued)

As at 30 June 2023 and 31 December 2022, the interests held by the Group in unconsolidated structured entities sponsored by the Group through its provision of financial guarantees are set out as below, representing its interest in collective fund trust plans:

	At 30 June 2023 於2023年 6月30日 RMB'000 人民幣千元	At 31 December 2022 於2022年 12月31日 RMB'000 人民幣千元
Financial liabilities arising from interest in jointly controlled Trust Plans	7,526	1,818
共同控制信託計劃的權益所產生的金融負債		

As at 30 June 2023, the Group did not have any consolidated structured entities.

31 於未合併的結構化主體中的權益(續)

於2023年6月30日及2022年12月31日，本集團透過提供財務擔保而由本集團贊助的未合併結構化主體所持有的權益如下，代表本集團於集合資金信託計劃的權益：

於2023年6月30日，本集團並無任何合併結構化主體。

32 SUBSEQUENT EVENTS

The Group paid the 2022 Final Dividend in cash of RMB54.63 million on 24 August 2023 to the Shareholders whose names appear on the register of members of the Company on 7 July 2023. Further details are disclosed in Note 27(a).

32 期後事項

本集團於2023年8月24日向本公司截至2023年7月7日登記在冊的股東以現金方式支付2022年末期股息人民幣54.63百萬元。有關進一步詳情於附註27(a)披露。



共创 共享 共成长

Guangdong Join-Share Financing Guarantee Investment Co., Ltd.*
廣東中盈盛達融資擔保投資股份有限公司