



# 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

中期報告

# Interim Report

# 2022

24,100.51 -498.89

6,820.79 -24.38

1,100.00 -15.11

1,100.00 -9.81

21,506.88 -132.05

65.34 -1.57

10.53 -0.40

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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 Shen Hua  
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. Wu Xiangneng  
Mr. Wang Bo  
Mr. Luo Zhenqing  
Mr. Ou Weiming

### 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)  
吳向能先生  
王波先生  
羅振清先生  
歐偉明先生

### 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. Zheng Zhengqiang

### 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

### 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  
鄭正強先生

### 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

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

China Construction Bank Corporation  
Guangdong Branch  
No. 509, Dongfeng Middle Road  
Yuxiu District  
Guangzhou, Guangdong  
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](http://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

中國建設銀行股份有限公司  
廣東省分行  
中國  
廣東省廣州市  
越秀區  
東風中路509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](http://www.join-share.com)

## 股份代號

1543

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論與分析

### OVERVIEW

In the first half of 2022, the world was facing drastic changes and a pandemic both unseen in a century. The world economy still faces strong headwinds on its path toward recovery, and global development has suffered major setbacks. The economic and social development environment of the People's Republic of China ("PRC" or "China") became more complicated, difficult and uncertain. Facing with the external risks and challenges and the tasks of stable domestic reform and development, the state solidly and effectively advanced a basket of policies and measures to stabilise the economy under the guidance of correct strategies, benefiting from which, China's economy shows a steady and positive development trend. According to the data from the National Bureau of Statistics, China's Gross Domestic Products ("GDP") reached approximately RMB56.2642 trillion in the first half of 2022, representing a year-on-year increase of approximately 2.5% at constant prices, which demonstrated the strong resilience of China's economic development. On a quarterly basis, the country's economy achieved positive growth in the second quarter under great pressure, with the GDP reaching RMB29.2464 trillion, representing a quarter-on-quarter increase of 0.4% at constant prices. In terms of net exports, the economic growth driven by the net exports of goods and services was 0.9 percentage points in the first half of the year, among which, the economic growth of the second quarter was 1.1 percentage points.

### 概覽

2022年上半年，百年變局和世紀疫情相互交織，世界經濟復甦舉步維艱，全球發展遭遇嚴重挫折，中國人民共和國（「中國」）經濟社會發展環境的複雜性、嚴峻性、不確定性上升。面對外部風險挑戰和國內改革發展穩定任務，在正確戰略指引下，我國扎實推進穩經濟一攬子政策措施落地見效，經濟社會發展呈現穩中向好的運行態勢。國家統計局數據顯示，上半年國內生產總值人民幣56,264億元，按不變價格計算，同比增長2.5%，表明中國經濟的強勁發展韌性。分季度看，二季度我國經濟頂住壓力實現正增長，國內生產總值為人民幣29,246億元，按不變價格計算，同比增長0.4%。淨出口方面，上半年，貨物和服務淨出口拉動經濟增長0.9個百分點。其中，二季度貨物和服務淨出口拉動當季經濟增長1.1個百分點。

With effective coordination of pandemic prevention and control, and economic and social development, China's industrial production has shown a rebounding trend with measures stabilising the industrial economic operation, benefiting from which, the development potency of small and medium-sized enterprises ("SMEs") is gradually recovering. In June 2022, the Small and Medium Enterprises Development Index (SMEDI) of PRC was 88.4, representing an increase of 0.2 points from the decline for four consecutive months. 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. In the first half of the year, the Group recorded a total revenue of RMB178.21 million.

In April 2020, in accordance with the notice of four supporting systems under the Regulation on the Supervision and Administration of Financing Guarantee Companies (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 the business licence for its financing guarantee business has been successfully reviewed, approved and renewed by Guangdong Financial Supervisory Authority. Protecting market entities is crucial to the stabilisation of livelihoods and economies. Accordingly, SMEs, as important market entities, are the backbone to stabilise economic development, promote employment and secure livelihood. After years of exploration, the Group has established 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. The chairman of the board (the "Board") of directors (the "Directors") of the Company (the "Chairman") and the president of the Group (the "President") Mr. Wu Liejin, expressed that the Group will continuously seek innovation and breakthroughs, establishing a synergistic and systematic investment and financing service platform for SMEs to support the transformation and upgrade of real economy with abundant and high-quality financing supply, so as to energise SMEs with financial support.

隨著統籌疫情防控和經濟社會發展的有效協調，穩定工業經濟運行措施發力，中國的工業生產呈現出止跌回升態勢，中小微企業(「中小微企業」)發展潛力逐漸恢復。2022年6月，中國中小企業發展指數(SMEDI)為88.4，環比上升0.2點，在連續4個月下降後回升。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。上半年，本集團總收益達人民幣178.21百萬元。

2020年4月，根據《融資擔保公司監督管理條例》四項配套制度的通知(銀保監發[2018]1號)，本集團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審核通過並換發的融資擔保業務經營許可證。保住市場主體是穩住民生經濟大盤的重中之重。因此，作為重要的市場主體，中小微企業是穩增長、促就業、保民生的核心力量。經過多年探索，本集團形成了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，為企業提供流動資金，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，本集團將不斷創新、謀求突破，打造出具有協同價值的中小微企業系統化投融資服務平台，以豐富、優質的金融供給支持實體經濟的轉型升級，為中小微企業引來金融活水。

## 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 2022, the Group's total outstanding guarantee was approximately RMB10,420.84 million (31 December 2021: RMB9,967.71 million). For the six months ended 30 June 2022, the net guarantee fee income was approximately RMB88.73 million, which remains relatively stable as compared to approximately RMB88.19 million for the six months ended 30 June 2021.

## 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2022年6月30日，本集團未償還擔保淨餘額為約人民幣10,420.84百萬元(2021年12月31日：人民幣9,967.71百萬元)。截至2022年6月30日止六個月，擔保費收入淨額為約人民幣88.73百萬元與2021年6月30日止六個月的約人民幣88.19百萬元相比，保持相對穩定。



## SME 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 2022, the monthly fixed interest rate charged by the Group for entrusted loans ranged from 0.5% (inclusive) to 1.8% (inclusive) (for the six months ended 30 June 2021: from 1.25% 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 2022, the balance of the Group's entrusted loans was approximately RMB260.71 million (31 December 2021: RMB234.92 million). The top five customers of such business in terms of remaining balance represent approximately 59.85% of the total remaining balance of entrusted loans as at 30 June 2022 and their respective terms were as follows:

## 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2022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0.5% (含)至1.8% (含)(於截至2021年6月30日止六個月：自1.25%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2022年6月30日，本集團的委託貸款餘額約為人民幣260.71百萬元(2021年12月31日：人民幣234.92百萬元)。該業務五大客戶的貸款餘額佔於2022年6月30日總委託貸款餘額約59.85%，其各自的條款如下：

Borrower	Cooperative institutions	Loan amount	Loan balance as at 30 June 2022 截至2022年6月30日的貸款餘額	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	35,000	1.233	7 May 2022– 5 November 2022	Warranty
公司A	銀行a				2022年5月7日– 2022年11月5日	保證

Borrower	Cooperative institutions	Loan amount	Loan balance as at 30 June 2022	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)	截至2022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 B 公司B	Bank a 銀行a	31,790	31,285	1.6	8 July 2015– 8 January 2016 2015年7月8日– 2016年1月8日	Collateral guarantee 抵質押擔保
Company C 公司C	Bank a 銀行a	35,000	30,762	1.8	17 October 2014– 17 April 2015 2014年10月17日– 2015年4月17日	Collateral guarantee 抵質押擔保
Company D 公司D	Bank a 銀行a	30,000	30,000	1.233	18 March 2022– 7 September 2022 2022年3月18日– 2022年9月7日	Unsecured 無擔保
Company E 公司E	Bank b 銀行b	29,000	29,000	1.45	8 December 2015– 8 December 2016 2015年12月8日– 2016年12月8日	Warranty 保證
<b>Total 總計</b>		<b>160,790</b>	<b>156,047</b>			

(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 RMB8.00 million. For the six months ended 30 June 2022, the monthly fixed interest rate charged by the Group for micro-lending ranged from 0.65% (inclusive) to 1.70% (inclusive) (for the six months

(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8.00百萬元的小額貸款。於截至2022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0.65%(含)至1.70%(含)(於截至2021年6月30日止六個月:自0.65%至1.60%),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2022年6月30日,本集團小額貸

ended 30 June 2021: 0.65% to 1.60%), 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 2022, the balance of the Group's micro-lending was approximately RMB474.32 million (31 December 2021: RMB434.65 million). The top five customers of such business in terms of remaining balance represent approximately 8.43% of remaining balance of total micro-lending as at 30 June 2022 and their respective terms were as follows:

款餘額約為人民幣474.32百萬元(2021年12月31日: 人民幣434.65百萬元)。該業務五大客戶的貸款餘額佔於2022年6月30日總小額貸款餘額約8.43%，其各自的條款如下：

Borrower	Loan amount	Loan balance as at 30 June 2022	Loan interest rate	Loan term	Type of guarantee
借款人	貸款金額 (RMB'000) (人民幣千元)	截至2022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	8,000	8,000	1.25	14 October 2021 to 13 October 2022 2021年10月14日至 2022年10月13日	Warranty 保證
Individual B 自然人B	8,000	8,000	1.5	12 January 2022 to 11 January 2023 2022年1月12日至 2023年1月11日	Warranty 保證
Company C 公司C	8,000	8,000	1.5	2 April 2022 to 1 April 2023 2022年4月2日至 2023年4月1日	Warranty 保證
Individual D 自然人D	8,000	8,000	1.1	29 June 2022 to 28 July 2022 2022年6月29日至 2022年7月28日	Warranty 保證
Individual E 自然人E	8,000	8,000	1.1	29 June 2022 to 28 August 2022 2022年6月29日至 2022年8月28日	Warranty 保證
<b>Total 總計</b>	<b>40,000</b>	<b>40,000</b>			

For the six months ended 30 June 2022, the Group's net interest income was approximately RMB55.15 million, representing an increase of approximately 35.84% as compared to approximately RMB40.60 million for the six months ended 30 June 2021.

截至2022年6月30日止六個月，本集團的利息收入淨額為約人民幣55.15百萬元與截至2021年6月30日止六個月約人民幣40.60百萬元相比，增加約35.84%。

## 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質押品，本公司會先向有關政府機關登記有關抵質押品的擔保權益。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; (ii) 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。若的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 pledged 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, 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末償還，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 Activities Undertaken by the Group During the Period

For the six months ended 30 June 2022, the Group has undertaken the following activities with an aim to strengthen the Group's overall market position:

1. Foshan Micro Credit has been given an "AAA+" rating, ranking 10th among nearly 400 peers in Guangdong Province, which will have a positive impact on Foshan Micro Credit in terms of financing channels, financing leverage, regulatory measures, innovative business and others. In addition, Foshan Micro Credit was also awarded the title of "the A-Level Team of Financial Development Innovation in 2021" in Chancheng District, Foshan, Guangdong Province.
2. On 27 April 2022, to enhance the Company's development in financing guarantee business in the PRC, the Company, Foshan Hi-Tech Industries Investment Development Company Limited\* (佛山高新技術產業投資發展有限公司) ("Foshan Hi-Tech") and Guangdong Yuecai Financing Guarantee Group Co., Ltd.\* (廣東粵財融資擔保集團有限公司) ("GD Yuecai") entered into a shareholding investment cooperation agreement in relation to formation of a joint venture (the "New Subsidiary"), pursuant to which the Company, Foshan Hi-Tech and GD Yuecai have contributed RMB210 million, RMB60 million and RMB30 million to such New Subsidiary by 26 July 2022, 28 July 2022 and 27 July 2022, respectively. Pursuant to such shareholding investment cooperation agreement, the Company will grant a put option to GD Yuecai and provide a guaranteed return subject to the terms and conditions therein. As at the date of this interim report, the New Subsidiary has not obtained the approval of the Guangdong Financial Supervisory Authority\* (廣東省地方金融監督管理局), and is yet to be incorporated. For further details, please refer to the announcement of the Company dated 27 April 2022 and 1 August 2022.

## 本集團期內進行的主要活動

於截至2022年6月30日止六個月，為鞏固本集團的整體市場地位，本集團進行的活動如下：

1. 佛山小額貸款獲評「AAA+」級別，在廣東省近400家參評同行中名列第10名，這將對佛山小額貸款在融資渠道、融資槓桿、監管措施、創新業務等方面產生積極影響。此外，佛山小額貸款還榮獲廣東省佛山市禪城區「2021年度金融發展創新A級團隊」稱號。
2. 於2022年4月27日，為促進本公司在中國的融資擔保業務的發展，本公司與佛山高新技術產業投資發展有限公司（「佛山高新技術」）及廣東粵財融資擔保集團有限公司（「廣東粵財」）就成立一間合資公司（「新子公司」）簽訂股權投資合作協議，據此，本公司、佛山高新技術及廣東粵財分別在2022年7月26日、2022年7月28日及2022年7月27日或之前向新子公司出資人民幣210百萬元、人民幣60百萬元及人民幣30百萬元。根據股權投資合作協議，本公司應基於其條款及條件向廣東粵財授予出售選擇權及提供保證回報。於本中期報告日期，新子公司並未取得廣東省地方金融監督管理局的批准，尚待成立。進一步詳情請參閱本公司日期為2022年4月27日的公告及2022年8月1日的公告。

3. As one of the major business of the Company is providing financing guarantee service, pursuant to Measures for the Administration of the Asset Proportions of Financing Guarantee Companies (《融資擔保公司資產比例管理辦法》), it is stipulated that level III assets of the Company shall not exceed 30% of the total assets of the Company after deducting the receivables for default payments (扣除應收代償款). As at 31 January 2022, the level III assets of the Company mainly comprised long-term equity investment, bonds, entrusted loans and other receivables amounted to approximately 26.16% of the total assets of the Company after deducting the receivables for default payments (扣除應收代償款). Since most of the equity investment and equity assets are categorised as level III assets, the Company is restrained by the 30% asset limitation requirement to utilise the proceeds from the Listing, the Investors Subscription, the Placing (as respectively defined in the circular of the Group dated 1 June 2022 (the “**2022 June Circular**”)) and issue of bonds to equity investment. Accordingly, on 27 April 2022, the Board has resolved to propose to (i) adjust its internal group structure (the “**Group Restructuring**”) as detailed in the 2022 June Circular; and (ii) change the use of unutilised proceeds from the Listing, the Investors Subscription and the Placing as detailed in the 2022 June Circular, subject to the approval the shareholders of the Company (the “**Shareholders**”). Relevant resolutions were passed by the Shareholders at the extraordinary general meeting, domestic shareholders’ class meeting and H shareholders’ class meeting held on 22 June 2022. As at the date of this interim report, the Group has not yet obtained the approval from the relevant PRC regulatory authorities, such as the consent from Guangdong Financial Supervisory Authority\* (廣東省地方金融監督管理局) for establishment of the New Subsidiary conducting financing guarantee business, the consent from Foshan Finance Department\* (佛山市金融工作局) for the change of shareholder of Foshan Micro Credit, and the approval from the competent authority to deregister the Company’s business licence of financing guarantee business. For further details, please refer to the announcements of the Company dated 27 April 2022, 22 June 2022 and 1 August 2022 and, the 2022 June Circular.
3. 由於本公司的主要業務之一是提供融資擔保服務，根據《融資擔保公司資產比例管理辦法》的規定，本公司III級資產不得超過本公司總資產扣除應收代償款後的30%。截至2022年1月31日，本公司III級資產主要包括長期股權投資、債券、委託貸款及其他應收款項，在扣除應收代償款後，佔本公司總資產的約26.16%。由於大部分股權投資及股權資產被分類為III級資產，本公司受到30%的資產限制要求，上市、投資者認購事項、配售事項（分別於本集團日期為2022年6月1日的通函「**2022年6月通函**」中定義）及發行債券的所得款項用於股權投資受到較多限制。因此，於2022年4月27日，董事會已議決建議(i)調整集團內部架構（「**集團架構調整**」），詳情已載於2022年6月通函；及(ii)根據本公司股東（「**股東**」）批准變更上市、投資者認購事項及配售事項的未動用所得款項用途，詳情已載於2022年6月通函。相關決議案已經股東於2022年6月22日舉行的臨時股東大會、內資股類別股東大會及H股類別股東大會上批准。於本中期報告日期，本集團仍未獲得中國相關監管部門的批准，如就成立從事融資擔保業務的新子公司取得廣東省地方金融監督管理局的同意，就佛山小額貸款股東變更取得佛山市金融工作局的同意，以及就註銷本公司融資擔保業務經營許可證取得主管部門的批准。進一步詳情請參閱本公司日期為2022年4月27日、2022年6月22日及2022年8月1日的公告及2022年6月通函。

## FINANCIAL REVIEW

### Net Guarantee Fee Income

For the six months ended 30 June 2022, the Group's net guarantee fee income remained stable at approximately RMB88.73 million for the six months ended 30 June 2022 as compared to approximately RMB88.19 million for the corresponding period in 2021. It was mainly a combined effect of (i) the decrease in the Group's total guarantee fee income by approximately 17.89% from RMB113.48 million for the six months ended 30 June 2021 to approximately RMB93.18 million for the six months ended 30 June 2022, primarily because the Group adopted a conservative business risk management policy in order to reduce credit risks under the unstable economic environment; and (ii) the decrease in guarantee cost from approximately RMB25.28 million for the six months ended 30 June 2021 to approximately RMB4.44 million for the six months ended 30 June 2022 benefiting from the adjustment of the Group's guarantee business.

### Net Interest Income

The Group's net interest income increased by approximately RMB14.55 million, or approximately 35.84%, to approximately RMB55.15 million for the six months ended 30 June 2022 from approximately RMB40.60 million for the corresponding period in 2021, which was mainly a combined effect of the following factors:

- (a) interest income on bank deposits remained stable at approximately RMB7.14 million for the six months ended 30 June 2022 as compared to approximately RMB6.64 million for the corresponding period in 2021;
- (b) interest income from the entrusted loan business increased significantly by approximately RMB2.87 million, or approximately 63.78%, to approximately RMB7.37 million for the six months ended 30 June 2022 from approximately RMB4.50 million for the corresponding period in 2021, which was mainly attributable to the year-on-year increase of 10.98% in entrusted loan balances;

## 財務回顧

### 擔保費收入淨額

截至2022年6月30日止六個月，本集團的擔保費收入淨額保持穩定，截至2022年6月30日止六個月約為人民幣88.73百萬元，而2021年同期約為人民幣88.19百萬元。主要是由於以下綜合影響(i)本集團的擔保費總收入由截至2021年6月30日止六個月的約人民幣113.48百萬元下降約17.89%至截至2022年6月30日止六個月的約人民幣93.18百萬元，主要由於經濟環境不穩，本集團為減少信貸風險，採納保守的業務風險管理政策；及(ii)本集團擔保業務調整令擔保成本由截至2021年6月30日止六個月的約人民幣25.28百萬元減少至截至2022年6月30日止六個月的約人民幣4.44百萬元。

### 利息收入淨額

本集團的利息收入淨額由2021年同期的約人民幣40.60百萬元增加約人民幣14.55百萬元或約35.84%至截至2022年6月30日止六個月的約人民幣55.15百萬元，主要是由於以下因素的綜合影響：

- (a) 銀行存款利息收入保持穩定，於截至2022年6月30日止六個月約人民幣7.14百萬元，而於2021年同期約人民幣6.64百萬元；
- (b) 委託貸款業務的利息收入由2021年同期的約人民幣4.50百萬元大幅增加約人民幣2.87百萬元或約63.78%至截至2022年6月30日止六個月的約人民幣7.37百萬元，主要是由於委託貸款餘額同比增加10.98%所致；



- (c) interest income from the micro-lending business increased by approximately RMB7.90 million, or approximately 35.93%, to approximately RMB29.89 million for the six months ended 30 June 2022 from approximately RMB21.99 million for the corresponding period in 2021, primarily due to the increase in the total loans to customers, the loan balance and the daily average balance of the borrowings; and
- (d) factoring interest income decreased by approximately RMB1.40 million, or approximately 11.59%, to approximately RMB10.68 million for the six months ended 30 June 2022 from approximately RMB12.08 million for the corresponding period in 2021, primarily due to the decrease in the customers' ability to fulfil contracts affected by the pandemic.

### Service Fee from Consulting Services

The Group's service fee from consulting services remained stable at approximately RMB15.47 million for the six months ended 30 June 2022 as compared to approximately RMB15.24 million for the corresponding period in 2021.

### Other Revenue

The Group's other revenue increased significantly by approximately RMB13.49 million, or approximately 251.21%, to approximately RMB18.86 million for the six months ended 30 June 2022 from approximately RMB5.37 million for the corresponding period in 2021, primarily due to (i) the significant increase in the government grants received by the Group by approximately RMB5.11 million from approximately RMB0.33 million for the six months ended 30 June 2021 to approximately RMB5.44 million for the six months ended 30 June 2022. The Group received an one-off government grant of approximately RMB5.00 million, including the 2021 Lecong Town's Development Supportive Fund for Promoting Quality and Quantity Improvement of Enterprises\* (2021年度樂從鎮促進企業提質增量發展扶持資金) (the stock system reform and listing portion) and the 2022 Shunde District's Supportive Fund for Promoting Enterprises to use the Capital Market\* (2022年度順德區促進企業利用資本市場扶持資金) in the first half of 2022; and (ii) the turnaround from the exchange losses of the Group from approximately RMB4.31 million for the six months ended 30 June 2021 to the exchange gains of the Group from approximately RMB5.49 million for the six months ended 30 June 2022.

- (c) 小額貸款業務的利息收入由2021年同期的約人民幣21.99百萬元增加約人民幣7.90百萬元或約35.93%至截至2022年6月30日止六個月的約人民幣29.89百萬元，主要是由於發放貸款總額、貸款餘額、日均貸款餘額均有增長；及
- (d) 保理利息收入由2021年同期的約人民幣12.08百萬元減少約人民幣1.40百萬元或約11.59%至截至2022年6月30日止六個月的約人民幣10.68百萬元，主要是由於受疫情影響，客戶的履約能力下降所致。

### 諮詢服務費

本集團的諮詢服務費保持穩定，截至2022年6月30日止六個月約人民幣15.47百萬元，而2021年同期約人民幣15.24百萬元。

### 其他收益

本集團的其他收益由2021年同期的約人民幣5.37百萬元大幅增加約人民幣13.49百萬元或約251.21%至截至2022年6月30日止六個月的約人民幣18.86百萬元，主要是由於(i)本集團收到的政府補助由截至2021年6月30日止六個月的約人民幣0.33百萬元大幅增加約人民幣5.11百萬元至截至2022年6月30日止六個月的約人民幣5.44百萬元。本集團於2022年上半年收到一次性政府補貼約人民幣5.00百萬元，包括2021年度樂從鎮促進企業提質增量發展扶持資金(股改上市部分)及2022年順德區促進企業利用資本市場扶持資金；及(ii)本集團的匯兌虧損由截至2021年6月30日止六個月的約人民幣4.31百萬元轉變為截至2022年6月30日止六個月的本集團匯兌收益約人民幣5.49百萬元。

### Share of (losses)/gains of associates

The Group's share of gains of associates of approximately RMB1.46 million for the six months ended 30 June 2021 became a share of losses of associates of approximately RMB4.32 million for the six months ended 30 June 2022, which was primarily attributable to the net losses recorded by an associate of the Company when capitalised borrowing costs was charged to profit or loss account upon its completion of construction of "Join-Share International Financing Center (中盈盛達國際金融中心)" in 2021, while gains of other associates were offset by aforesaid losses.

### 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 RMB24.09 million for the six months ended 30 June 2022 as compared to reversal of provisions charged for guarantee losses of approximately RMB5.54 million for the corresponding period in 2021, primarily because (i) the Group's balance of outstanding guarantees increased by approximately 4.55% from approximately RMB9,967.71 million for the six months ended 30 June 2021 to approximately RMB10,420.84 million for the six months ended 30 June 2022; and (ii) a more prudent provision rate was adopted by the Group for the impact of macroeconomic downturn.

### 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.

### 應佔聯營公司(虧損)/收益

本集團的應佔聯營公司收益由截至2021年6月30日止六個月的約人民幣1.46百萬元變成截至2022年6月30日止六個月應佔聯營公司虧損約人民幣4.32百萬元，主要由於本公司其一聯營公司在2021年中盈盛達國際金融中心竣工後，其資本化借款費用計入損益並錄得淨虧損；而其他聯營公司的收益被上述虧損所抵銷。

### 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2022年6月30日止六個月，本集團擔保賠償準備金約為人民幣24.09百萬元，而2021年同期的回撥擔保賠償準備金約為人民幣5.54百萬元，主要是由於(i)本集團的未償還擔保餘額由截至2021年6月30日止六個月的約人民幣9,967.71百萬元增加約4.55%至截至2022年6月30日止六個月的約人民幣10,420.84百萬元；及(ii)受宏觀經濟下行影響，本集團採取更審慎的撥備比率。

### 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。

The Group's impairment losses increased significantly by approximately RMB25.69 million, or approximately 88.56%, to approximately RMB54.70 million for the six months ended 30 June 2022 from approximately RMB29.01 million for the corresponding period in 2021, primarily due to (i) the significant increase in impairment loss of receivables from default guarantee payments by approximately 272.68% from approximately RMB9.43 million for the six months ended 30 June 2021 to approximately RMB35.15 million for the six months ended 30 June 2022; and (ii) the significant increase in impairment loss on receivables from guarantee customers by approximately 742.25% from approximately RMB1.37 million for the first half of 2021 to approximately RMB11.52 million for the first half of 2022. The ability of the Group's customers to fulfil contract liability was materially affected by the pandemic and the macroeconomic downturn for the first half of 2022.

### Operating Expenses

The Group's operating expenses increased by approximately RMB1.41 million, or approximately 2.84%, to approximately RMB51.11 million for the six months ended 30 June 2022 from approximately RMB49.70 million for the corresponding period in 2021 which was mainly due to the increase of depreciation and amortisation expenses incurred by the expansion of operation sites.

### Profit before Taxation

As a result of the foregoing, the Group's profit before taxation decreased by approximately RMB33.71 million, or approximately 43.39%, to approximately RMB43.98 million for the six months ended 30 June 2022 from approximately RMB77.69 million for the corresponding period in 2021.

### Income Tax

The Group's income tax decreased by approximately RMB8.19 million, or approximately 40.65%, to approximately RMB11.95 million for the six months ended 30 June 2022 from approximately RMB20.14 million for the corresponding period in 2021, primarily due to the decrease in assessable profits.

本集團的減值損失由2021年同期的約人民幣29.01百萬元大幅增加約人民幣25.69百萬元或約88.56%至截至2022年6月30日止六個月的約人民幣54.70百萬元，主要是由於(i)應收違約擔保客戶款項的減值損失由截至2021年6月30日止六個月的約人民幣9.43百萬元大幅增加約272.68%至截至2022年6月30日止六個月的約人民幣35.15百萬元；及(ii)應收擔保客戶款項的減值損失由2021年上半年的約人民幣1.37百萬元大幅增加約742.25%至2022年上半年的約人民幣11.52百萬元。本集團客戶履行合同責任的能力因疫情及2022年上半年宏觀經濟倒退受到重大影響。

### 營運開支

本集團的營運開支由2021年同期的約人民幣49.70百萬元增加約人民幣1.41百萬元或約2.84%至截至2022年6月30日止六個月的約人民幣51.11百萬元主要是由於經營場所擴張產生的折舊及攤銷費用增加所致。

### 稅前利潤

因以上種種因素，本集團的稅前利潤由2021年同期的約人民幣77.69百萬元減少約人民幣33.71百萬元或約43.39%至截至2022年6月30日止六個月的約43.98百萬元。

### 所得稅

本集團的所得稅由2021年同期的約人民幣20.14百萬元減少約人民幣8.19百萬元或約40.65%至截至2022年6月30日止六個月的約人民幣11.95百萬元，主要是由於應稅利潤減少。

### Profit for the Period

Despite the Group recorded an increase in revenue for the six months ended 30 June 2022, the Group recorded a significant increase in expenses including the share of losses of associates, the increased provisions charged for guarantee losses and the increased impairment losses for the same period as detailed in the foregoing paragraphs. Accordingly, the Group's profit for the period decreased by approximately RMB25.52 million, or approximately 44.34%, to approximately RMB32.03 million for the six months ended 30 June 2022 from approximately RMB57.56 million for the corresponding period in 2021, and the profit attributable to equity shareholders of the Company decreased by approximately RMB22.27 million, or approximately 46.18%, to approximately RMB25.95 million for the six months ended 30 June 2022 from approximately RMB48.22 million for the corresponding period in 2021. The Group's net profit margin decreased to approximately 20.10% for the six months ended 30 June 2022 from approximately 39.96% for the corresponding period in 2021.

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 2022, the Group's capital expenditures amounted to approximately RMB1.06 million (for the six months ended 30 June 2021: RMB1.24 million), which was primarily related to the acquisition of office equipment and the research and development expenses incurred from improving business operation systems.

### 期內利潤

儘管本集團截至2022年6月30日止六個月收益錄得上升，本集團錄得開支大幅增加，包括上述各段詳列的同期應佔聯營公司虧損，擔保賠償準備金增加及減值虧損增加。因此，本集團的期內利潤由2021年同期的約人民幣57.56百萬元下降約人民幣25.52百萬元或約44.34%至截至2022年6月30日止六個月的約人民幣32.03百萬元，而本公司股權持有人應佔利潤由2021年同期的約人民幣48.22百萬元下降約人民幣22.27百萬元，或46.18%至截至2022年6月30日止六個月的約人民幣25.95百萬元。本集團的淨利潤率由2021年同期的約39.96%下降至截至2022年6月30日止六個月的約20.10%。

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2022年6月30日止六個月，本集團的資本開支約為人民幣1.06百萬元（截至2021年6月30日止六個月：人民幣1.24百萬元），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。

### Capital Commitments and Contingent Liabilities

As at 30 June 2022, the Group's outstanding commitments relating to the total maximum guarantee granted to its customers in relation to its guarantee business amounted to approximately RMB10,420.84 million (31 December 2021: RMB9,967.71 million).

As mentioned in the paragraphs headed "Major Activities Undertaken by the Group During the Period" above, on 27 April 2022, the Company entered into a shareholding investment cooperation agreement with two third-parties to establish the New Subsidiary, which will be providing guarantee services as its principle activity. Pursuant to such shareholding investment cooperation agreement, the Company shall invest RMB210 million in the New Subsidiary and hold 70% of its equity interest. As of 30 June 2022, the New Subsidiary has not been established. Subsequently, in July 2022, the Company made a contribution of RMB210 million.

In the second half of 2021, a group of individual investors initiated an arbitration against the Company in respect of their overdue lending with principals and interests amounted to a total of RMB6.90 million to a third party which was guaranteed by the Company. As at 30 June 2022, the Company has considered the likelihood of the court finding against it and has made a provision in respect of this claim.

Save as aforesaid, the Group did not have other capital commitments or contingent liabilities as at 30 June 2022.

### Pledge of Assets

As at 30 June 2022, the Group pledged its factoring receivables of RMB20.00 million to provide collateral for its pledged loans (31 December 2021: nil). Save as aforesaid, the Group did not pledge any of its assets to secure any banking facility or bank loan as at 30 June 2022.

### INTERIM DIVIDEND

The Board does not recommend any distribution of interim dividend for the six months ended 30 June 2022.

### 資本承擔及或然負債

於2022年6月30日，本集團資本承擔餘額涉及擔保業務有關向客戶發出的最高擔保總額約為人民幣10,420.84百萬元(2021年12月31日：人民幣9,967.71百萬元)。

如上文「本集團期內進行的主要活動」各段所述，在2022年4月27日，本公司與兩家第三方分別簽訂股權投資合作協議，用於建立新子公司，該子公司將以提供擔保服務為主要業務。根據該股權投資合作協議，本公司將向新子公司投資人民幣2.1億元，持股比例為70%。截至2022年6月30日，新子公司尚未成立。隨後在2022年7月，本公司支付了人民幣2.1億元的出資額。

於2021年下半年，一組個人投資者就其向第三方提供並由本公司擔保的本金及利息合共為人民幣6.90百萬的逾期借款向本公司提起仲裁。於2022年6月30日，本公司已考慮法院對其作出不利裁決的可能性，並已就此項申索作出撥備。

除上述外，本集團於2022年6月30日無其他資本承擔或有負債。

### 資產抵質押

於2022年6月30日，本集團質押了其應收保理款項共人民幣20.00百萬元(2021年12月31日：無)，為其質押貸款提供抵押。除上述事項外，本集團在2022年6月30日並無將任何資產抵質押以取得銀行信貸或銀行貸款。

### 中期股息

董事會建議不派發截至2022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

#### *Taking multiple measures to improve quality and efficiency for the recovery and development of SMEs*

#### **多措並舉為小微企業恢復發展提質增效**

The economy is the foundation of coexistence and common prosperity for finance. As the important components of the real economy, SMEs are the backbone for stabilising economic development, securing employment and promoting livelihood. Accordingly, in order to comprehensively implement the spirit of the 19th National Congress of the Communist Party of China and all previous plenary sessions of the 19th session of Central Committee of the Communist Party of China and the guiding principles of the Central Economic Work Conference, China issued and advanced a series of policies and measures to address problems faced by enterprises.

經濟是肌體，金融是血脈，兩者共生共榮。作為實體經濟的重要組成部分，中小微企業是穩增長、保就業、促民生的核心力量。對此，為全面貫徹黨的十九大和十九屆歷次全會精神及中央經濟工作會議精神，我國出台並推動了一系列助企纾困政策。

On 6 April 2022, the General Office of the China Banking and Insurance Regulatory Commission issued the "Notice of Further Strengthening Financial Support for the Development of Micro and Small Enterprises in 2022 (《關於2022年進一步強化金融支持小微企業發展工作的通知》)". Such notice indicates that the overall work requirements in 2022 are to adhere to the general tone of seeking progress while maintaining stability, and to continuously improve the financial supply to SMEs, increase the medium and long-term credit issuance to SMEs in advanced manufacturing and strategic emerging industries, and actively address the medium and long-term capital needs of SMEs in traditional industries in terms of equipment update, technological transformation and green transformation and development. The Notice emphasises that banking and insurance institutions shall focus on the tasks of securing employment and livelihoods, as well as improving the regional balance of financial resources. In particular, large banks and joint-stock banks shall give credit support to SMEs in underdeveloped regions. With the support of policies, inclusive loans to SMEs witnessed a rapid growth for four consecutive years. At the end of June 2022, the balance of micro-loans nationwide was RMB55.8 trillion, of which the balance of inclusive micro-loans was RMB21.77 trillion, representing a year-on-year increase of 22.64%, which is significantly higher than the growth of various loans; RMB loans increased by RMB13.68 trillion, representing an increase of RMB919.2 billion over the same period in the previous year.

2022年4月6日，中國銀保監會辦公廳印發了《關於2022年進一步強化金融支持小微企業發展工作的通知》(以下簡稱《通知》)。《通知》指出，2022年工作的總體要求是堅持穩中求進總基調、持續改進小微企業金融供給，要求加大對先進製造業、戰略性新興產業小微企業的中長期信貸投放，積極支持傳統產業小微企業在設備更新、技術改造、綠色轉型發展方面的中長期資金需求。《通知》強調，銀行保險機構要圍繞保就業保民生任務，同時要著力改善金融資源投放的區域均衡性，特別是大型銀行、股份制銀行，要向欠發達地區的小微企業傾斜信貸支持。在政策支持下，普惠型小微企業貸款連續四年實現高速增長，2022年6月末，全國小微企業貸款餘額人民幣55.8萬億元，其中普惠型小微企業貸款餘額人民幣21.77萬億元，同比增長22.64%，大幅高於各項貸款增速；人民幣貸款增加人民幣13.68萬億元，同比多增人民幣9,192億元。

***Government and banks cooperating to help enterprises bail out and facilitating stable reduction in comprehensive financing costs***

In order to support the development of the real economy and to facilitate the stable reduction in comprehensive financing costs, the People's Bank of China announced on 15 April 2022 that it decided to reduce the deposit reserve ratio of financial institutions by 0.25 percentage points on 25 April 2022 (excluding financial institutions that have implemented a 5% deposit reserve ratio). In addition, in order to increase support for SMEs and "Three Rurals", for urban commercial banks without inter-provincial operation and rural commercial banks with a deposit reserve ratio higher than 5%, the deposit reserve ratio is additionally lowered by 0.25 percentage points on the basis of 0.25 percentage points reduced.

On 16 May 2022, the Ministry of Finance issued the "Notice of Maximising the Guiding Role of Fiscal Policies and Providing Financial Support for the Alleviation of Difficulties and Development of Market Participants", and set out works in six aspects, including maximising the credit enhancement role of governmental financing guarantee institutions and increasing interest discounts on guaranteed loans for business start-ups, with a view to enhance the guiding role of fiscal policies, and to leverage financial resources to better support the alleviation of difficulties and development of market participants.

***政銀合力助企紓困助力綜合融資成本實現穩中有降***

為支持實體經濟發展，促進綜合融資成本穩中有降，2022年4月15日央行發佈消息稱，中國人民銀行決定於2022年4月25日下調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）。另外，為加大對小微企業和「三農」的支持力度，對沒有跨省經營的城商行和存款準備金率高於5%的農商行，在下調存款準備金率0.25個百分點的基礎上，再額外多降0.25個百分點。

2022年5月16日，財政部發佈《關於發揮財政政策引導作用支持金融助力市場主體紓困發展的通知》，提出發揮政府性融資擔保機構增信作用，加大創業擔保貸款貼息力度等六方面工作內容，全面發揮財政政策引導作用，撬動金融資源更好支持市場主體紓困發展。

On 31 May 2022, the State Council issued the “Package of Policies and Measures to Solidly Stabilise the Economy (《扎實穩住經濟的一攬子政策措施》)”, and introduced 33 measures in six aspects, including the supply and price stabilisation of important livelihood commodities, the stabilisation and recovery of the industrial economy, the enhancement of support for securing employment etc. It forms a synergy with the banking industry and previous policies, to ensure that such package of policies and measures will be effective as soon as possible and be implemented in a timely manner, with a view have a greater policy effect on stabilising the economy and alleviating difficulties of enterprises. Such package of policies and measures has a total of 14 articles and 24 points to support the development of SMEs, with strong pertinence, wide coverage, and high synergy, which can address problems such as insufficient cash flow, high debt and interest repayment pressure, and continuing unfavourable market condition.

The Board believes that under the environment where policies continue to favour the development of SMEs, China’s financing guarantee industry will develop in a professional and commercial direction with a view to constantly improve capital service functions, strongly support the financing of private enterprises, unblock the channels of financial services, and provide more financial supports to SMEs. Meanwhile, it provides favourable conditions for the sustainable and healthy development of compliant, professional and diversified financing guarantee companies to promote the sustainable development of the real economy.

2022年5月31日，國務院印發《扎實穩住經濟的一攬子政策措施》(簡稱《一攬子政策措施》)，推出6個方面33項措施，其中包括重要民生商品保供穩價、工業經濟企穩回升、加大穩崗支持力度等，同銀行業和前期政策形成合力，要求一攬子政策措施儘快落地見效，確保及時落實到位，儘早對穩住經濟和助企紓困等產生更大政策效應。此次一攬子政策措施共有14條24處支持中小微企業，針對性強、覆蓋面廣、協同性高，可解決中小微企業現金流不足、還本付息壓力較大、市場情緒持續低迷等問題。

董事會認為，在政策持續向中小微企業發展傾斜的環境下，中國融資擔保行業將向專業化、商業化方向發展，繼續完善資本服務功能，有力支持民營企業融資，暢通金融服務毛細血管，引導更多金融「活水」流向中小企業。同時對合規、專業、多元經營的融資擔保公司的持續健康發展提供有利條件，推動實體經濟可持續發展。



## (II) Development strategies of the Group

In the first half of 2022, China's economy has been overcoming difficulties and challenges in the complex internal and external environment, demonstrated its resilience in rapidly bottoming out and stabilising the economy, achieving a good start in the crucial year of the "14th Five-Year Plan". In the second half of 2022, China's economy is expected to continue resuming growth. Meanwhile, due to the uncertainty of the global pandemic and the strong momentum of economic recovery in the United States, changes in overseas economic conditions and policies may affect China's macroeconomic stability. Stabilising growth and achieving high-quality development remains the top priorities of current economic development.

Founded in May 2003, as the first financing guarantee institution in Foshan, the Group has witnessed its solid development over the past 19 years. Started as a small team at the beginning of its establishment, the Group realized rapid expansion all along the way by actively exploring the transformation and upgrading, and achieved leapfrog development in capital increase, listing and bond issuance. Currently, 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 is also a model of local financial innovation which promotes structural reform in the finance supply-side, facilitating the Guangdong-Foshan area to establish a leading position in the national guarantee industry market. At present, the Group has accumulatively provided financial services to more than 15,000 SMEs with an accumulated service amount of more than RMB150 billion. Looking forward, adhering to guidance of the "Foshan Spirit" in the new era, the Group will forge ahead, strive to innovation, and effectively enhance its market competitiveness. The Group will place targeted efforts on establishing social credit system, implementing core values of socialism, constructing social credit system for the new era, and will take the lead in making contribution to the nation's development by enhancing credit development.

## (二) 集團發展戰略

2022年上半年，中國經濟在複雜的內外環境中爬坡過坎，彰顯出了快速探底企穩的韌性，實現了「十四五」規劃關鍵之年的良好開局。2022年下半年，我國經濟預計仍將持續恢復增長。同時，由於全球疫情的不確定性加之美國經濟復甦勢頭強勁，海外經濟形式和政策變化或會影響我國內部的宏觀經濟穩定，穩住增長、為高質量發展邁好步仍是目前經濟發展的重中之重。

本集團成立於2003年5月，作為佛山最早的融資擔保機構，從成立之初的小團隊到奮鬥路上的快速壯大，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，步履堅實地走過了19個春秋。現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及地方金融創新和推動金融供給側結構改革的典範，助力廣佛地區奠定了在全國擔保行業市場的領先地位。目前，本集團已累計為1.5萬多家中小微企業提供超過人民幣1,500億元的金融服務。未來，本集團將繼續以新時代「佛山精神」為指引，銳意進取，勇於創新，切實提升企業的市場競爭力，為推進社會信用體系建設，踐行社會主義核心價值觀，構建新時代下的社會信用體系提供精準助力，為推動「強國信用」戰略做出表率 and 貢獻。

## 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 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 2022, the Group's cash and bank deposits were approximately RMB865.52 million (31 December 2021: RMB1,084.46 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存出保證金以人民幣計值，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2022年6月30日，本集團的現金及銀行存款約為人民幣865.52百萬元(2021年12月31日：人民幣1,084.46百萬元)。

## Indebtedness

As at 30 June 2022, the Group's interest-bearing borrowings amounted to approximately RMB130.19 million (31 December 2021: RMB69.42 million), which bore fixed interest rates from 5.22% to 11.00%, of which RMB30.00 million was pledged loan secured by the Group's factoring receivables of RMB20.00 million. The Group's borrowings were denominated in RMB.

As at 30 June 2022, the Group has debt securities issued of approximately RMB262.62 million (31 December 2021: RMB268.71 million). It represented the 2021 fixed rate corporate bonds with nominal value of RMB260.0 million and a term of five years issued on 18 March 2021 and listed on the Shenzhen Stock Exchange on 24 March 2021. The relevant coupon rate is 4.60% per annum, where 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 debt securities held at nominal value. As at 30 June 2022, the funds raised have been invested in the support of financing development of SMEs in strict accordance with the utilisation plan. The Group has further issued the 2022 fixed rate corporate bonds with nominal value of RMB240.0 million and a term of five years on 22 August 2022 and listed on the Shenzhen Stock Exchange on 26 August 2022. The relevant coupon rate is 3.50% per annum, where the Group has an option to adjust the coupon rate for the remaining duration at the end of the third year. For details, please refer to the circular of the Company dated 7 August 2020, and the announcements of the Company dated 18 June 2020, 28 August 2020, 24 November 2020, 12 March 2021, 15 March 2021, 16 March 2021, 18 March 2021, 23 March 2021, 5 May 2021, 17 June 2021, 30 August 2021, 11 March 2022, 28 April 2022, 10 May 2022, 30 May 2022, 28 June 2022, 29 June 2022, 16 August 2022, 18 August 2022, 22 August 2022 and 25 August 2022.

In addition, as at 30 June 2022, the Group had other financial instrument — liability component of approximately RMB99.79 million (31 December 2021: RMB111.33 million) (detailed at note 24 to the financial statements), financial liabilities measured at FVPL of approximately RMB13.27 million (31 December 2021: RMB16.38 million) and lease liabilities of approximately RMB16.19 million (31 December 2021: RMB15.05 million).

## 債務

於2022年6月30日，本集團計息借款約為人民幣130.19百萬元(2021年12月31日：人民幣69.42百萬元)，固定利率由5.22%到11.00%，其中質押貸款為人民幣30.00百萬元，由本集團應收保理款項共人民幣20.00百萬元作為抵押。本集團的借款以人民幣計值。

於2022年6月30日，本集團的已發行債券約為人民幣262.62百萬元(2021年12月31日：人民幣268.71百萬元)。於2021年3月18日發行面值為人民幣260.0百萬元的2021年固定利率的公司債券，期限為5年並於2021年3月24日在深圳證券交易所上市。相關票面利率為每年4.60%。本集團有權選擇於第三年末調整剩餘期限的票面利率，於本集團公告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2022年6月30日，籌集的資金已嚴格按照使用計劃投資於支持中小微企業融資發展。本集團進一步於2022年8月22日發行面值為人民幣240.0百萬元的2022年固定利率的公司債券，並於2022年8月26日在深圳證券交易所上市，期限為5年。相關票面利率為每年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。有關詳情，請參閱本公司日期為2020年8月7日之通函及本公司日期為2020年6月18日、2020年8月28日、2020年11月24日、2021年3月12日、2021年3月15日、2021年3月16日、2021年3月18日、2021年3月23日、2021年5月5日、2021年6月17日、2021年8月30日、2022年3月11日、2022年4月28日、2022年5月10日、2022年5月30日、2022年6月28日、2022年6月29日、2022年8月16日、2022年8月18日、2022年8月22日及2022年8月25日的公告。

此外，於2022年6月30日，本集團的其他金融工具 — 負債部分約為人民幣99.79百萬元(2021年12月31日：人民幣111.33百萬元)(詳見財務報表附註24)。按公允價值計入損益計量的金融負債約人民幣13.27百萬元(2021年12月31日：人民幣16.38百萬元)及租賃負債約人民幣16.19百萬元(2021年12月31日：人民幣15.05百萬元)。

The gearing ratios of the Group as at 30 June 2022 and 31 December 2021 were approximately 33.85% and 31.24%, respectively. Such gearing ratio was calculated by dividing total liabilities by total assets. Such increase in gearing ratio was mainly attributable to the increase in interest-bearing borrowings.

### 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 2022, the outstanding guarantee of the Group totaled approximately RMB10,420.84 million (31 December 2021: RMB9,967.71 million). Save as aforesaid, the Group had no other off-balance-sheet arrangements as at 30 June 2022.

### Proceeds from the listing and proceeds from 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) Change in use of proceeds" below for further details.

本集團於2022年6月30日和2021年12月31日的資產負債率分別約為33.85%和31.24%。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計息借貸的增加。

### 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隨的最大信貸虧損風險。於2022年6月30日，本集團的未償還擔保合約共約為人民幣10,420.84百萬元(2021年12月31日：人民幣9,967.71百萬元)。除上述事項外，於2022年6月30日，本集團並無其他資產負債表外安排。

### 上市所得款項及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」)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)所得款項用途之變動」分段。

As at 30 June 2022, details of use of proceeds from the Listing are as follows:

於2022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 2022	Amount of proceeds brought forward to the current financial year (approximate)	Amount of the remaining proceeds as at 30 June 2022 (approximate)	Expected time of utilisation
所得款項淨額分配	所得款項的擬定用途	於2022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2022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 2022	Amount of proceeds brought forward to the current financial year (approximate)	Amount of the remaining proceeds as at 30 June 2022 (approximate)	Expected time of utilisation
所得款項淨額分配	所得款項的擬定用途	於2022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2022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	推廣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%. <i>(Note)</i>	HK\$33.90 million	HK\$11.78 million	2023-6-30
(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%。 <i>(註)</i>	33.90百萬港元	11.78百萬港元	2023-6-30
(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

Note :

On 2 August 2022, the business registration of such increase in capital has been completed.

註：

於2022年8月2日，有關增資辦妥工商登記變更。

**(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) Change in use 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 sub-paragraph 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.

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).

**(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)所得款項用途之變動」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**」，認購人之全資附屬公司)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。

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424.21百萬港元)。

As at 30 June 2022, details of the use of proceeds from the Investor Subscription are as follows:

於2022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 2022	Amount of proceeds brought forward to the current financial year (approximate)	Amount of the remaining proceeds as at 30 June 2022 (approximate)	Expected time of utilisation
所得款項淨額分配	所得款項擬定用途	於2022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2022年6月30日之剩餘所得款項金額(約)	預期使用時間
(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\$33.89 million	31-12-2022
	(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	33.89百萬元	2022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%. (Note 1)	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22.60百萬元用於注入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%。(註1)	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. (Note 2)	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。(註2)	45.50百萬元	無	不適用
(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 3)	Approximately HK\$36.84 million has been used to establish the New Subsidiary as detailed in the 2022 June Circular. (Note 2)	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36.84百萬元)將用於成立2022年6月通函中所披露的新子公司。(註3)	約36.84百萬元已用於成立2022年6月通函中所披露的新子公司。(註2)	36.84百萬元	無	不適用



Notes:

- (1) On 2 August 2022, the business registration of such increase in capital has been completed.
- (2) 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 interim report, the New Subsidiary has not obtained the approval of the Guangdong Financial Supervisory Authority\* (廣東省地方金融監督管理局), and is yet to be incorporated. For details, please refer to the announcement of the Company dated 1 August 2022.
- (3) The disposal of Guangdong Yaoda was completed on 9 December 2020.
- (4) 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.

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.

備註：

- (1) 於2022年8月2日，有關增資辦妥工商登記變更。
- (2) 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。於本中期報告日期，新子公司並未取得廣東省地方金融監督管理局的批准，尚待成立(詳情請見本公司2022年8月1日的公告)。
- (3) 本集團已於2020年12月9日完成出售廣東耀達事宜。
- (4) 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。

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 2022, actual use of proceeds from Placing are as follows:

於2022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 2022	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 2022 (approximate) 於2022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2022年6月30日所得款項的實際用途	所得款項金額(約)	剩餘所得款項金額(約)	預期使用時間
(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. <sup>(Note 1)</sup>	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。 <sup>(註1)</sup>	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. <sup>(Note 1)</sup>	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。 <sup>(註1)</sup>	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 interim report, the New Subsidiary has not obtained the approval of the Guangdong Financial Supervisory Authority\* (廣東省地方金融監督管理局), and is yet to be incorporated. For details, please refer to the announcement of the Company dated 1 August 2022.
- (2) For illustrative purpose only, conversion of RMB into HK\$ is based on the approximate exchange rate of HK\$1: RMB0.88507.

**(III) Change in Use of Proceeds**

As mentioned in the paragraphs headed “Major Activities Undertaken by the Group During the Period” above and in the 2022 June Circular, as the Company is restrained by certain regulatory limitations to utilise the proceeds from the Listing, the Investors Subscription and the Placing (collectively, the “**Proceeds**”), taking into account of the current business focus and strategies of the Company, the Board has resolved to change the use of the unutilised Proceeds on 27 April 2022 subject to approval of the Shareholders. Such proposed change in use of the Proceeds have been approved by the Shareholders at the extraordinary general meeting, domestic shareholders’ class meeting and H shareholders’ class meeting held on 22 June 2022. Please refer to the tables set out in the sub-paragraphs headed “(I) Proceeds from the Listing” and “(II) Proceeds from investor subscription shares and placing of new H Shares” above for the revised change in use of proceeds and their expected time of utilisation. The Group expects to use the unused Proceeds in accordance with the purposes set out in the 2022 June Circular.

The Board considers that the change in use of Proceeds will allow the Company to deploy its financial resources more effectively and maximise the return to the Shareholders. The Board considers that such change will enhance future business opportunities and enable the Company to further capitalise on the growth potential in the micro-lending, engineering guarantee and financing guarantee business sectors, which will be more in line with the current business needs of the Company and are beneficial to the continued and rapid development of the Group.

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。於本中期報告日期，新子公司並未取得廣東省地方金融監督管理局的批准，尚待成立(詳情請見本公司2022年8月1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。

**(III) 所得款項用途之變動**

如上文「本集團期內進行的主要活動」一段及2022年6月通函中所述，本公司使用上市、投資者認購事項、配售事項的所得款項(統稱為「**所得款項**」)受到部分法規限制，計及本公司目前的業務重點及策略，董事會於2022年4月27日議決更改所得款項用途，惟須取得股東批准。所得款項用途之建議變動已於2022年6月22日舉行的臨時股東大會、內資股類別股東大會及H股類別股東大會上取得股東批准。有關經修訂所得款項用途之變動及其預期使用時間請參閱上文「(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」分段中的表格。本集團預期將按照2022年6月通函所載用途使用未使用所得款項。

董事會認為，更改所得款項用途讓本公司能夠更有效地部署其財務資源，並使股東獲得最大的回報。董事會認為，有關變動將增加未來的商業機會，使本公司能夠進一步把握小額貸款、工程擔保、融資擔保業務領域的增長潛力，更符合本公司目前的業務需求，有利於本集團的持續快速發展。

### Significant Investments

As at 30 June 2022, the Group did not hold any significant investments (31 December 2021: Nil).

### Material Acquisitions and Disposals of Subsidiaries, Associates and Joint Ventures

There were no material acquisitions or disposals of subsidiaries, associates or joint ventures for the six months ended 30 June 2022.

### Future Plans for Material Investments or Capital Assets

Save as disclosed in the paragraphs headed “Prospects and Future Developments in the Business of the Group” and “Capital Commitments and Contingent Liabilities” in this interim report above, the Group had no specific plan for material investments or capital assets as at 30 June 2022. The Group intends to finance its capital commitments by internal resources and unused Proceeds.

## HUMAN RESOURCES

The total number of staff within the Group as at 30 June 2022 was 308 (31 December 2021: 309). As at 30 June 2022, the number of staff holding a bachelor’s degree or above was 265, accounting for 86.04% of its total number of staff; and the number of staff holding a junior college degree or below was 43, accounting for 13.96% 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 2022, the Group incurred approximately RMB33.36 million (six months ended 30 June 2021: RMB34.42 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 2022.

### 重大投資

本集團於截至2022年6月30日並無任何重大投資(2021年12月31日：無)。

### 重大收購及出售子公司、聯營企業及合營企業

截至2022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

除上述本中期報告「展望及本集團未來業務發展」及「資本承擔及或然負債」各段所披露外，於2022年6月30日本集團並無有關重大投資或資本資產的具體計劃。本集團擬以自有資金及未使用所得款項支付資本承擔。

### 人力資源

於2022年6月30日，本集團的員工總數為308人(2021年12月31日：309人)。於2022年6月30日，其中擁有本科及以上學歷的員工為265人，佔員工總數的86.04%；擁有大專及以下學歷的員工為43人，佔員工總數的13.96%。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2022年6月30日止六個月，本集團的員工成本約人民幣33.36百萬元(截至2021年6月30日止六個月：人民幣34.42百萬元)(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2022年6月30日止六個月期間已遵守相關規定。

# OTHER INFORMATION

## 其他資料

### 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 2022, 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2022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 <sup>(1)</sup>	Approximate percentage in the relevant class of Shares <sup>(2)</sup>	Approximate percentage in the total share capital of the Company <sup>(3)</sup>
股東名稱	職位	權益性質	股份數目及類別 <sup>(1)</sup>	佔有關股份類別之概約百分比 <sup>(2)</sup>	佔本公司股本總數之概約百分比 <sup>(3)</sup>
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 Shen Hua	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%
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%
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 2022, 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 2022, there were 1,560,792,687 Shares in the total issued share capital of the Company.

Save as disclosed above, as at 30 June 2022, 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.

### 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.

附註：

- (1) 字母「L」指該人士於股份的好倉。
- (2) 於2022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2022年6月30日，本公司已發行股本合共為1,560,792,687股。

除上文所披露者外，於2022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。

### 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 2022, 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2022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 股東名稱	Nature of Interest 權益性質	Number and class of Shares <sup>(1)</sup> 股份數目及類別 <sup>(1)</sup>	Approximate percentage of shareholding in the relevant class of Shares <sup>(2)</sup> 佔有關股份類別之概約持股百分比 <sup>(2)</sup>	Approximate percentage of shareholding in the total share capital of the Company <sup>(3)</sup> 佔本公司股本總數之概約持股百分比 <sup>(3)</sup>
Fojin Hongkong Limited ("Fojin HK") <sup>(5)</sup> 佛金香港有限公司(「佛金香港」) <sup>(5)</sup>	Beneficial owner 實益擁有人	164,164,000 H Shares (L) 164,164,000股H股(L)	29.61%	10.52%
Foshan Financial Investment Holding Co., Ltd.* ("Foshan Financial") <sup>(5)</sup> 佛山市金融投資控股有限公司 (「佛山金控」) <sup>(5)</sup>	Interest of controlled corporation <sup>(5)</sup> 於受控法團權益 <sup>(5)</sup>	164,164,000 H Shares (L) 164,164,000股H股(L)	29.61%	10.52%
	Beneficial owner 實益擁有人	239,854,838 Domestic Shares (L) 239,854,838股內資股(L)	23.83%	15.37%
	Interest of controlled corporation <sup>(6)</sup> 於受控法團權益 <sup>(6)</sup>	33,002,680 Domestic Shares (L) 33,002,680股內資股(L)	3.28%	2.11%
Hong Kong Wellknown Development Limited ("Hong Kong Wellknown") <sup>(7)</sup> 香港華樂發展有限公司 (「香港華樂」) <sup>(7)</sup>	Beneficial owner 實益擁有人	87,872,000 H Shares (L) 87,872,000股H股(L)	15.85%	5.63%
Dragon Pearl Hong Kong Investment Development Limited ("Dragon Pearl") <sup>(7)</sup> 龍珠香港投資發展有限公司 (「龍珠」) <sup>(7)</sup>	Beneficial owner 實益擁有人	94,066,000 H Shares (L) 94,066,000股H股(L)	16.97%	6.03%

Name of Shareholders 股東名稱	Nature of Interest 權益性質	Number and class of Shares <sup>(1)</sup> 股份數目及類別 <sup>(1)</sup>	Approximate percentage of shareholding in the relevant class of Shares <sup>(2)</sup> 佔有關股份類別之概約持股百分比 <sup>(2)</sup>	Approximate percentage of shareholding in the total share capital of the Company <sup>(3)</sup> 佔本公司股本總數之概約持股百分比 <sup>(3)</sup>
Wu Zhi Jian <sup>(7)</sup> 吳志堅 <sup>(7)</sup>	Interest of controlled corporation 於受控法團權益	110,712,000 H Shares (L) 110,712,000股H股(L)	19.97%	7.09%
True Faith International Enterprise Limited ("True Faith International") <sup>(8)</sup> 真誠國際企業有限公司 (「真誠國際」) <sup>(8)</sup>	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") <sup>(8)</sup> 真誠集團(香港)有限公司 (「真誠集團(香港)」) <sup>(8)</sup>	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") <sup>(8)</sup> 昭信企業(香港)有限公司 (「昭信」) <sup>(8)</sup>	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") <sup>(8)</sup> 廣東昭信集團股份有限公司 (「廣東昭信」) <sup>(8)</sup>	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%
Lo Kai Bong <sup>(4)</sup> 盧衍溢 <sup>(4)</sup>	Beneficial owner 實益擁有人	30,368,000 H Shares (L) 30,368,000股H股(L)	5.48%	1.95%
SHK Finance Limited ("SHK Finance") <sup>(4)</sup> 新鴻基財務有限公司 (「新鴻基財務」) <sup>(4)</sup>	Person having a security interest in shares 於股份中擁有擔保權益的人士	30,368,000 H Shares (L) 30,368,000股H股(L)	5.48%	1.95%
United Asia Finance Limited <sup>(4)</sup> 亞洲聯合財務有限公司 <sup>(4)</sup>	Interest of controlled corporation 於受控法團權益	30,368,000 H Shares (L) 30,368,000股H股(L)	5.48%	1.95%
Sun Hung Kai & Co. Limited <sup>(4)</sup> 新鴻基有限公司 <sup>(4)</sup>	Interest of controlled corporation 於受控法團權益	30,368,000 H Shares (L) 30,368,000股H股(L)	5.48%	1.95%



Name of Shareholders 股東名稱	Nature of Interest 權益性質	Number and class of Shares <sup>(1)</sup> 股份數目及類別 <sup>(1)</sup>	Approximate percentage of shareholding in the relevant class of Shares <sup>(2)</sup> 佔有關股份類別之概約持股百分比 <sup>(2)</sup>	Approximate percentage of shareholding in the total share capital of the Company <sup>(3)</sup> 佔本公司股本總數之概約持股百分比 <sup>(3)</sup>
Allied Group Limited <sup>(4)</sup> 聯合集團有限公司 <sup>(4)</sup>	Interest of controlled corporation 於受控法團權益	30,368,000 H Shares (L) 30,368,000股H股(L)	5.48%	1.95%
Lee Seng Huang <sup>(4)</sup> 李成煌 <sup>(4)</sup>	Interest of controlled corporation 於受控法團權益	30,368,000 H Shares (L) 30,368,000股H股(L)	5.48%	1.95%
Lee Seng Hui <sup>(4)</sup> 李成輝 <sup>(4)</sup>	Interest of controlled corporation 於受控法團權益	30,368,000 H Shares (L) 30,368,000股H股(L)	5.48%	1.95%
Lee Su Hwei <sup>(4)</sup> 李淑慧 <sup>(4)</sup>	Interest of controlled corporation 於受控法團權益	30,368,000 H Shares (L) 30,368,000股H股(L)	5.48%	1.95%

Notes:

- (1) The letter "L" denotes the person's long position in the Shares.
- (2) As at 30 June 2022, 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 2022, there were 1,560,792,687 Shares in the total issued share capital of the Company.
- (4) Based on the disclosure of interest form submitted by Mr. Lo Kai Bong on 17 May 2022, Mr. Lo charged his interest in 30,368,000 H Shares to SHK Finance. Based on the disclosure of interests forms submitted by Lee Seng Huang, Lee Seng Hui and Lee Su Hwei on 17 May 2022, SHK Finance is indirectly controlled by United Asia Finance Limited, Sun Hung Kai & Co., Limited, Allied Group Limited, and ultimately by Lee Seng Huang, Lee Seng Hui and Lee Su Hwei. Accordingly, United Asia Finance Limited, Sun Hung Kai & Co., Limited, Allied Group Limited, Lee Seng Huang, Lee Seng Hui and Lee Su Hwei were all deemed to be interested in the 30,368,000 H Shares held by SHK Finance as security.

附註：

- (1) 字母「L」指該人士於股份的好倉。
- (2) 於2022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2022年6月30日，本公司已發行股本合共為1,560,792,687股。
- (4) 根據盧衍溢先生於2022年5月17日提交的權益披露表格，盧先生將其30,368,000股H股的權益押記予新鴻基財務。根據李成煌、李成輝及李淑慧於2022年5月17日遞交的權益披露表格，新鴻基財務由亞洲聯合財務有限公司、新鴻基有限公司及聯合集團有限公司間接控制，並由李成煌、李成輝及李淑慧最終控制。因此，亞洲聯合財務有限公司、新鴻基有限公司、聯合集團有限公司、李成煌、李成輝及李淑慧均被視為於新鴻基財務作為抵押品持有的30,368,000股H股中擁有權益。

- (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 9 November 2021, Hong Kong Wellknown, which is wholly owned by Dragon Pearl and in turn wholly owned by Mr. Wu, was interested in 87,872,000 H Shares. Based on the disclosure of interests form submitted by Dragon Pearl on 9 November 2021, Dragon Pearl, which is wholly owned by Mr. Wu, was interested in 94,066,000 H Shares. Based on the disclosure of interests form submitted by Mr. Wu Zhi Jian on 9 Nov 2021, Mr. Wu was interested in 110,712,000 H Shares in aggregate through corporations controlled by him.
- (8) Based on the disclosure of interests form submitted by Guangdong Zhaoxin on 31 May 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) 佛山金控持有佛金香港的100%權益，因此佛山金控被視作持有佛金香港持有的本公司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，佛山金控被視為合共272,857,518股內資股擁有權益。
- (7) 根據香港華樂於2021年11月9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87,872,000股H股擁有權益。根據龍珠於2021年11月9日提交的權益披露表格，龍珠(由吳志堅先生全資擁有)於94,066,000股H股擁有權益。根據吳志堅先生於2021年11月9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110,712,000股H股中擁有權益。
- (8) 根據廣東昭信於2019年5月31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。

Save as disclosed above, as at 30 June 2022, 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.

## PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES

During the six months ended 30 June 2022, there was no purchase, sale and redemption by the Company or any of its subsidiaries of any listed securities of the Company.

除上文所披露者外，於2022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。

## 購入、出售或贖回上市證券

於截至2022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。

## AUDIT COMMITTEE AND REVIEW OF INTERIM REPORT

The audit committee of the Board (the “**Audit Committee**”) comprised three independent non-executive Directors and two non-executive Directors, namely, Mr. Wu Xiangneng, Mr. Leung Hon Man, Mr. Wang Bo, Mr. Li Shen Hua and Mr. Luo Zhenqing. Mr. Wu Xiangneng is the chairman of the Audit Committee. The unaudited consolidated interim financial statements for the six months ended 30 June 2022 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 2022, 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.

## 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 2022.

## 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**」)由三名獨立非執行董事及兩名非執行董事組成，即吳向能先生、梁漢文先生、王波先生、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2022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2022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。

## 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2022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。

## 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 2022.

## CHANGES IN DIRECTORS' OR SUPERVISORS' INFORMATION

At the extraordinary general meeting of the Company held on 13 January 2022, Mr. Luo Zhenqing was elected as a non-executive Director and Ms. Li Wanmin was elected as a Supervisor, each with effect from 13 January 2022. The term of office of Mr. Luo Zhenqing commenced on 13 January 2022 till the date of the expiry of the 5th session of the Board, which is expected to be 5 June 2024. The term of office of Ms. Li Wanmin commenced on 13 January 2022 till the date of the expiry of the 5th session of the Board of Supervisors, which is expected to be 5 June 2024. For details, please refer to the announcements of the Company dated 23 December 2021 and 13 January 2022 and the circular of the Company dated 24 December 2021.

As disclosed in the announcement of the Company dated 28 March 2022, Mr. Luo Zhenqing, a non-executive Director, was appointed as a member of the audit committee and the remuneration and appraisal committee of the Board with effect from 28 March 2022 until expiry of the 5th session of the Board, which is expected to be 5 June 2024.

Mr. Ou Weiming, a non-executive Director, has been appointed as the executive vice president of the Group and the secretary of the Board since August 2022, the director of Yunfu Puhui since March 2022 and the director of Zhongshan Join-Share Technology Financing Guarantee Investment Co., Ltd.\* (中山中盈盛達科技融資擔保投資有限公司) since May 2022.

Mr. Zheng Zhengqiang, a member of the senior management of the Company, has been appointed as the vice president of the Company since August 2022.

Save as disclosed above, there are no other changes of the Directors' or Supervisors' information required to be disclosed under Rule 13.51B(1) of the Listing Rules.

## 董事於競爭業務之權益

截至2022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2022年1月13日舉行的臨時股東大會上，羅振清先生獲選舉為非執行董事，而李婉敏女士獲選舉為監事，自2022年1月13日起生效。羅振清先生之任期自2022年1月13日起直至第五屆董事會任期屆滿之日（預計為2024年6月5日）止。李婉敏女士任期自2022年1月13日起直至第五屆監事會任期屆滿之日（預計為2024年6月5日）止。有關詳情請參閱本公司日期為2021年12月23日及2022年1月13日之公告以及本公司日期為2021年12月24日之通函。

誠如本公司日期為2022年3月28日之公告所披露，非執行董事羅振清先生獲委任為董事會審計委員會及薪酬與考核委員會成員，自2022年3月28日起生效直至第五屆董事會屆滿（預計為2024年6月5日）為止。

歐偉明先生，非執行董事，自2022年8月獲委任為本集團常務副總裁兼董事會秘書、自2022年3月獲委任為雲浮普惠的董事及自2022年5月獲委任為中山中盈盛達科技融資擔保投資有限公司的董事。

鄭正強先生，本公司的高級管理人員，自2022年8月獲委任為本公司的副總裁。

除上文所披露者外，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。

## EVENTS AFTER THE REPORTING PERIOD

On 22 August 2022, the Group has issued the 2022 fixed rate corporate bonds with nominal value of RMB240.0 million and a term of five years, which was listed on the Shenzhen Stock Exchange on 26 August 2022. The relevant coupon rate is 3.50% per annum, where the Group has an option to adjust the coupon rate for the remaining duration at the end of the third year.

Save as disclosed above, from 30 June 2022 and up to the date of this interim report, the Group did not have any other significant events.

## 報告期後事項

於2022年8月22日，本公司發行面值為人民幣240.0百萬元的2022年固定利率的公司債券，期限為5年，並於2022年8月26日在深圳證券交易所上市。相關票面利率為每年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。

除上文所披露者外，由2022年6月30日至本中期報告日期，本集團並無任何其他重大事項。

By order of the Board  
**Guangdong Join-Share Financing  
Guarantee Investment Co., Ltd.\***  
**Wu Liejin**  
*Chairman of the Board*  
26 August 2022

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  
2022年8月26日

\* For identification purpose only

\* 僅供識別



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 55 to 128 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 2022 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 (“**HKICPA**”). 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 HKICPA. 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55至第128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2022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及綜合權益變動表以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（「**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，「**獨立核數師對中期財務資料的審閱**」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核的範圍為小，故概不保證我們會注意到於審核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核意見。

## 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 2022 is not prepared, in all material respects, in accordance with Hong Kong Accounting Standard 34, *Interim financial reporting*.

### KPMG

*Certified Public Accountants*

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

26 August 2022

## 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2022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。

### 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

2022年8月26日

# CONSOLIDATED STATEMENT OF PROFIT OR LOSS

## 綜合損益表

for the six months ended 30 June 2022 — unaudited (Expressed in Renminbi) / 截至2022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	
		2022 2022年	2021 2021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	93,175	113,475
Guarantee cost	擔保成本	(4,444)	(25,284)
<b>Net guarantee fee income</b>	<b>擔保費收入淨額</b>	<b>88,731</b>	<b>88,191</b>
Interest income	利息收入	65,165	51,277
Interest expenses	利息支出	(10,017)	(10,676)
<b>Net interest income</b>	<b>利息收入淨額</b>	<b>55,148</b>	<b>40,601</b>
Service fee from consulting services	諮詢服務費	15,473	15,242
<b>Revenue</b>	<b>收益</b>	<b>159,352</b>	<b>144,034</b>
Other revenue	其他收益	18,855	5,368
Share of (losses)/gains of associates	應佔聯營公司(虧損)/ 收益	(4,321)	1,463
(Provisions)/reversal of provisions charged for guarantee losses	(準備金)/撥回計提 擔保賠償準備金	(24,088)	5,542
Impairment losses	減值損失	(54,704)	(29,013)
Operating expenses	營運開支	(51,111)	(49,704)
<b>Profit before taxation</b>	<b>稅前利潤</b>	<b>43,983</b>	<b>77,690</b>
Income tax	所得稅	(11,950)	(20,135)
<b>Profit for the period</b>	<b>期內利潤</b>	<b>32,033</b>	<b>57,555</b>

The notes on pages 64 to 128 form part of this interim financial report.

第64頁至128頁之附註構成本中期財務報告之一部分。



CONSOLIDATED STATEMENT OF PROFIT OR LOSS (CONTINUED)  
綜合損益表(續)

for the six months ended 30 June 2022 — unaudited (Expressed in Renminbi) / 截至2022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	
		2022 2022年	2021 2021年
		RMB'000 人民幣千元	RMB'000 人民幣千元
		Note 附註	
<b>Attributable to:</b>	<b>歸屬於：</b>		
Equity shareholders of the Company	本公司股權持有人	<b>25,953</b>	48,218
Non-controlling interests	非控制性權益	<b>6,080</b>	9,337
<b>Profit for the period</b>	<b>期內利潤</b>	<b>32,033</b>	57,555
<b>Earnings per share</b>	<b>每股收益</b>		
Basic and diluted (RMB per share)	基本及稀釋 (人民幣元/股)	7	0.03
		<b>0.02</b>	

The notes on pages 64 to 128 form part of this interim financial report. Details of dividends payable to equity shareholders of the Company are set out in note 26(a).

第64頁至128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詳情載於附註26(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 2022 — unaudited (Expressed in Renminbi) / 截至2022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	
		2022 2022年 RMB'000 人民幣千元	2021 2021年 RMB'000 人民幣千元
<b>Profit for the period</b>	<b>期內利潤</b>	<b>32,033</b>	57,555
<b>Other comprehensive income for the period</b>	<b>期內其他全面收益</b>		
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)	<b>(4,280)</b>	8,257
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	<b>1,070</b>	(2,064)
Other comprehensive income for the period	期內其他全面收益	<b>(3,210)</b>	6,193
<b>Total comprehensive income for the period</b>	<b>期內全面收益總額</b>	<b>28,823</b>	63,748
<b>Attributable to:</b>	<b>歸屬於：</b>		
Equity shareholders of the Company	本公司股權持有人	<b>22,743</b>	54,411
Non-controlling interests	非控制性權益	<b>6,080</b>	9,337
<b>Total comprehensive income for the period</b>	<b>期內全面收益總額</b>	<b>28,823</b>	63,748

The notes on pages 64 to 128 form part of this interim financial report.

第64頁至128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 2022 — unaudited (Expressed in Renminbi) / 於2022年6月30日 — 未經審核(以人民幣列示)

			At 30 June 2022 於2022年 6月30日 RMB'000 人民幣千元	At 31 December 2021 於2021年 12月31日 RMB'000 人民幣千元
<b>Assets</b>	<b>資產</b>			
Cash and bank deposits	現金及銀行存款	8	865,518	1,084,457
Pledged deposits	存出保證金	9	524,865	561,557
Trade and other receivables	應收及其他應收款項	10	796,078	734,595
Loans and advances to customers	發放貸款及墊款	11	681,718	618,342
Factoring receivables	應收保理款項	12	267,086	174,408
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	68,722	73,002
Financial assets measured at FVPL	按公允價值計入損益計量 的金融資產	14	70,838	31,094
Receivable investments	應收款項類投資	15	27,076	28,512
Interest in associates	於聯營公司之權益	17	34,068	37,889
Fixed assets	固定資產	18(a)	22,594	20,866
Investment property	投資性房地產	18(b)	6,443	6,637
Intangible assets	無形資產	19	3,853	4,238
Goodwill	商譽		419	419
Deferred tax assets	遞延稅項資產	25(c)	103,983	69,049
<b>Total assets</b>	<b>資產總計</b>		<b>3,473,261</b>	3,445,065
<b>Liabilities</b>	<b>負債</b>			
Interest-bearing borrowings	計息借款	20	130,189	69,415
Liabilities from guarantees	擔保負債	22	266,717	240,169
Customer pledged deposits	存入保證金	23(a)	140,131	250,934
Accruals and other payables	應計及其他應付款項	23(b)	246,895	104,215
Debts securities issued	已發行債務證券	21	262,623	268,710
Other financial instrument	其他金融工具	24	99,786	111,332
Financial liabilities measured at FVPL	按公允價值計入損益計量 的金融負債		13,272	16,384
Lease liabilities	租賃負債		16,192	15,046
Deferred tax liabilities	遞延稅項負債	25(c)	17	74
<b>Total liabilities</b>	<b>負債總計</b>		<b>1,175,822</b>	1,076,279
<b>NET ASSETS</b>	<b>淨資產</b>		<b>2,297,439</b>	2,368,786

The notes on pages 64 to 128 form part of this interim financial report.

第64頁至128頁之附註構成本中期財務報告之一部分。

at 30 June 2022 — unaudited (Expressed in Renminbi) / 於2022年6月30日 — 未經審核(以人民幣列示)

			At 30 June 2022 於2022年 6月30日 RMB'000 人民幣千元	At 31 December 2021 於2021年 12月31日 RMB'000 人民幣千元
<b>CAPITAL AND RESERVES</b>	<b>資本及儲備</b>	26		
Share capital	股本		1,560,793	1,560,793
Reserves	儲備		487,817	540,902
<b>Total equity attributable to equity shareholders of the Company</b>	<b>本公司股權持有人應佔權益合計</b>		<b>2,048,610</b>	2,101,695
<b>Non-controlling interests</b>	<b>非控制性權益</b>		<b>248,829</b>	267,091
<b>TOTAL EQUITY</b>	<b>權益總計</b>		<b>2,297,439</b>	2,368,786

Approved and authorised for issue by the board of directors on 26 August 2022. 董事會於2022年8月26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 64 to 128 form part of this interim financial report.

第64頁至128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

for the six months ended 30 June 2022 — unaudited (Expressed in Renminbi) / 截至2022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	股份溢價	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	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 26(b)	Note 26(c)(i)	Note 26(c)(ii)	Note 26(c)(iii)	Note 26(c)(iv)	Note 26(c)(v)	Note 26(c)(vi)	Note 26(c)(vii)	Note 26(c)(viii)	Note 26(c)(ix)	Note 26(c)(x)
		附註26(b)	附註26(c)(i)	附註26(c)(ii)	附註26(c)(iii)	附註26(c)(iv)	附註26(c)(v)	附註26(c)(vi)	附註26(c)(vii)	附註26(c)(viii)	附註26(c)(ix)	附註26(c)(x)
<b>Balance at 31 December 2020</b>	<b>於2020年12月31日的餘額</b>	1,560,793	133,773	(1,741)	(4,050)	128,064	139,807	2,370	131,526	2,090,542	323,521	2,414,063
<b>Changes in equity for 2021:</b>	<b>2021年權益變動:</b>											
Profit for the year	年內利潤	—	—	—	—	—	—	—	81,987	81,987	14,366	96,353
Other comprehensive income	其他全面收益	—	—	—	5,177	—	—	—	—	5,177	—	5,177
<b>Total comprehensive income</b>	<b>全面收益合計</b>	—	—	—	5,177	—	—	—	81,987	87,164	14,366	101,530
Purchase equity interest from non-controlling interest	向非控制性權益購買股權	—	—	1,171	—	—	—	—	—	1,171	(5,571)	(4,400)
Modification of other financial instrument related to Zhongshan Join-Share	修改與中山中盈盛達有關的其他金融工具	—	—	4,572	—	—	—	(2,370)	14,446	16,648	(52,518)	(35,870)
Appropriation to surplus reserve	提取盈餘公積	—	—	—	—	8,049	—	—	(8,049)	—	—	—
Appropriation to general reserve	提取一般風險準備	—	—	—	—	—	10,110	—	(10,110)	—	—	—
Dividends approved in respect of the previous year	上一年度已批准的股息	—	—	—	—	—	—	—	(93,830)	(93,830)	(12,707)	(106,537)
<b>Balance at 31 December 2021</b>	<b>2021年12月31日的餘額</b>	1,560,793	133,773	4,002	1,127	136,113	149,917	—	115,970	2,101,695	267,091	2,368,786

The notes on pages 64 to 128 form part of this interim financial report.

第64頁至128頁的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 2022 — unaudited (Expressed in Renminbi) / 截至2022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	股份溢價	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	權益非控制性	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 26(b) 附註26(b)	Note 26(c)(i) 附註26(c)(i)	Note 26(c)(ii) 附註26(c)(ii)	Note 26(c)(iii) 附註26(c)(iii)	Note 26(c)(iv) 附註26(c)(iv)	Note 26(c)(v) 附註26(c)(v)	Note 26(c)(vi) 附註26(c)(vi)				
<b>Balance at 31 December 2021</b>	<b>於2021年12月31日的餘額</b>	1,560,793	133,773	4,002	1,127	136,113	149,917	—	115,970	2,101,695	267,091	2,368,786
<b>Changes in equity for 2022:</b>	<b>2022年的權益變動：</b>											
Profit for the period	期內利潤	—	—	—	—	—	—	—	25,953	25,953	6,080	32,033
Other comprehensive income	其他全面收益	—	—	—	(3,210)	—	—	—	—	(3,210)	—	(3,210)
<b>Total comprehensive income</b>	<b>全面收益總額</b>	—	—	—	(3,210)	—	—	—	25,953	22,743	6,080	28,823
Purchase equity interest from non-controlling interest	向非控制性權益購買股權	—	—	2,212	—	—	—	—	—	2,212	(16,712)	(14,500)
Dividends approved in respect of the previous year	上一年度已批准的股息	—	—	—	—	—	—	—	(78,040)	(78,040)	(7,630)	(85,670)
<b>Balance at 30 June 2022</b>	<b>於2022年6月30日的餘額</b>	1,560,793	133,773	6,214	(2,083)	136,113	149,917	—	63,883	2,048,610	248,829	2,297,439

The notes on pages 64 to 128 form part of this interim financial report.

第64頁至128頁的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

for the six months ended 30 June 2022 — unaudited (Expressed in Renminbi) / 截至2022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	
		2022 2022年 RMB'000 人民幣千元	2021 2021年 RMB'000 人民幣千元
		Note 附註	
<b>Operating activities</b>	<b>經營活動</b>		
Cash used in operations	經營所用現金		(160,751)
PRC income tax paid	支付的中國所得稅	25(a)	(20,451)
<b>Net cash used in operating activities</b>	<b>經營活動所用現金淨額</b>		<b>(181,202)</b>
<b>Investing activities</b>	<b>投資活動</b>		
Investment income	投資收益		2,232
Proceeds from disposal of financial assets (Increase)/decrease in term deposits with banks	處置金融資產所產生的現金 銀行定期存款(增加)/減少		1,460
Payments on purchase of financial assets	購買金融資產支付的現金		(40,338)
Acquisition of investment in associate	收購於聯營公司的投資		(40,000)
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		(500)
<b>Net cash (used in)/generated from investing activities</b>	<b>投資活動(所用)/所產生 現金淨額</b>		<b>(78,201)</b>
<b>Financing activities</b>	<b>融資活動</b>		
Proceeds from new borrowings	取得新借款所產生的現金		124,700
Proceeds from issuance of debt securities issued	發行已發行債務證券所產生 的現金		—
Repayment of borrowings	償還借款		(64,000)
Return of other financial instruments	其他金融工具回報		(5,780)
Capital element of lease rentals paid	已付租金的資本部分		(2,829)
Interest element of lease rentals paid	已付租金的利息部分		(454)
Interest of debt securities issued	已發行債務證券利息		(11,960)
Dividends paid	已付股息		(7,456)
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		(1,000)
Other cash flows arising from financing activities	融資活動所產生的其他現金 流量		(6,803)
<b>Net cash generated from financing activities</b>	<b>融資活動所產生現金淨額</b>		<b>24,418</b>

for the six months ended 30 June 2022 — unaudited (Expressed in Renminbi) / 截至2022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	
		2022 2022年 RMB'000 人民幣千元	2021 2021年 RMB'000 人民幣千元
	Note 附註		
<b>Net (decrease)/increase in cash and cash equivalents</b>	<b>現金及現金等價物(減少)/增加淨額</b>	<b>(234,985)</b>	5,898
<b>Cash and cash equivalents at 1 January</b>	<b>1月1日現金及現金等價物</b>	<b>782,441</b>	649,365
<b>Effect of foreign exchange rate changes</b>	<b>外匯匯率波動所產生的影響</b>	<b>5,485</b>	(4,309)
<b>Cash and cash equivalents at 30 June</b>	<b>6月30日現金及現金等價物</b>	<b>552,941</b>	650,954

The notes on pages 64 to 128 form part of this interim financial report.

第64頁至128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 26 August 2022.

The interim financial report has been prepared in accordance with the same accounting policies adopted in the 2021 annual financial statements, except for the accounting policy changes that are expected to be reflected in the 2022 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 2021 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 53 to 54.

### 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2022年8月26日獲授權刊發。

中期財務報告乃根據2021年度財務報表所採用的相同會計政策而編製，但預期將於2022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2021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。

本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「**實體獨立核數師對中期財務資料的審閱**」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53至54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:

- Amendment to HKAS 16, *Property, plant and equipment: Proceeds before intended use*
- Amendments to HKAS 37, *Provisions, contingent liabilities and contingent assets: Onerous contracts — cost of fulfilling a contract*

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 of 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16號之修訂，物業、廠房及設備：擬定使用前之所得款項
- 香港會計準則第37號之修訂，撥備、或然負債及或然資產：有償合約 — 履行合約成本

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 recognized in revenue is as follows:

### 3 收入及分部報告

#### (a) 收入

本集團的主要業務是在中國向客戶提供信貸擔保、貸款及墊款、提供保理服務及相關諮詢服務。收入指擔保費淨收入、利息淨收入及諮詢服務費收入。各主要類別下於收入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	
		2022 2022年 RMB'000 人民幣千元 (unaudited) (未經審核)	2021 2021年 RMB'000 人民幣千元 (unaudited) (未經審核)
<b>Guarantee fee income</b>	<b>擔保費收入</b>		
Financing guarantee fee income	融資擔保費收入	69,882	80,108
Performance guarantee fee income	履約擔保費收入	23,293	33,367
Subtotal	小計	93,175	113,475
<b>Guarantee cost</b>	<b>擔保成本</b>		
Re-guarantee expenses	再擔保開支	(998)	(681)
Risk management service expense	風險管理服務開支	(3,446)	(24,603)
Subtotal	小計	(4,444)	(25,284)
<b>Net guarantee fee income</b>	<b>擔保費淨收入</b>	88,731	88,191
<b>Interest income</b>	<b>利息收入</b>		
— Loans and advances to customers	— 發放貸款及墊款	37,258	26,490
— Cash at banks and pledged bank deposits	— 銀行存款及存出擔保保證金	7,140	6,636
— Factoring service	— 保理服務	10,683	12,077
— Trade and other receivables	— 應收及其他應收款項	4,318	6,074
— Other financial instruments	— 其他金融工具	5,766	—
Subtotal	小計	65,165	51,277
<b>Interest expenses</b>	<b>利息開支</b>		
— Interest-bearing borrowings	— 計息借款	(3,683)	(5,242)
— Debt securities issued	— 已發行債務證券	(5,873)	(3,542)
— Other financial instruments	— 其他金融工具	—	(1,535)
— Others	— 其他	(461)	(357)
Subtotal	小計	(10,017)	(10,676)
<b>Net interest income</b>	<b>利息淨收入</b>	55,148	40,601
<b>Service fee from consulting services</b>	<b>諮詢服務費</b>	15,473	15,242
<b>Revenue</b>	<b>收入</b>	159,352	144,034

(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)

#### (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 2022 and 2021. Details of concentrations of credit risk are set out in note 27(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 收入及分部報告(續)

#### (a) 收入(續)

本集團擁有多元化的客戶基礎，截至2022年及2021年6月30日止六個月，未有交易超過本集團淨擔保費用、利息收入淨額及來自諮詢服務的服務費10%的客戶。有關集中信貸風險詳情載列於附註27(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 amortization of assets attributable to those segments.

### 3 收入及分部報告(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。

收入與開支乃經參考該等分部產生的收入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 2022 and 2021 are set out below:

### 3 收入及分部報告(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2022年及2021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 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	可呈報分部收益	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 issued	就已發行擔保 計提的撥備	(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	可呈報分部稅前 利潤	6,130	37,853	43,983
Segment assets	分部資產	2,001,305	1,367,973	3,369,278
Segment liabilities	分部負債	890,546	285,259	1,175,805

(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)

### 3 收入及分部報告(續)

#### (b) 分部報告(續)

##### 其他業務(續)

(i) 分部業績、資產及負債(續)

		Six months ended 30 June 2021 (unaudited) 截至2021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	113,475	—	113,475
Guarantee cost	擔保成本	(25,284)	—	(25,284)
Interest income	利息收入	4,414	46,863	51,277
Interest expenses	利息開支	(2,666)	(8,010)	(10,676)
Service fee from consulting services	諮詢服務費	13,012	2,230	15,242
Reportable segment revenue	可呈報分部收益	102,951	41,083	144,034
Other revenue	其他收益	(5,874)	11,242	5,368
Share of gains of associates	應佔聯營公司 收益	1,463	—	1,463
Provisions charge for guarantees issued	就已發行擔保 計提的撥備	5,542	—	5,542
Impairment losses	減值損失	(10,801)	(18,212)	(29,013)
Operating expenses	營運開支	(39,771)	(9,933)	(49,704)
Reportable segment profit before taxation	可呈報分部稅前 利潤	53,510	24,180	77,690
Segment assets	分部資產	3,001,387	1,207,594	4,208,981
Segment liabilities	分部負債	1,345,665	566,016	1,911,681

(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)

(ii) Reconciliation of reportable segment assets

			At 30 June 2022 於2022年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 30 June 2021 於2021年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)
<b>Assets</b>	<b>資產</b>			
Reportable segment assets	可呈報分部資產		<b>3,369,278</b>	4,208,981
Deferred tax assets	遞延稅項資產	25(c)	<b>103,983</b>	66,596
Elimination of inter-segment receivables	抵銷分部間應收款		—	(747,296)
Consolidated total assets	綜合資產合計		<b>3,473,261</b>	3,528,281
<b>Liabilities</b>	<b>負債</b>			
Reportable segment liabilities	可呈報分部負債		<b>1,175,805</b>	1,911,681
Deferred tax liabilities	遞延稅項負債	25(c)	<b>17</b>	—
Elimination of inter-segment receivables	抵銷分部間應收款		—	(750,138)
Consolidated total liabilities	綜合負債合計		<b>1,175,822</b>	1,161,543

### 3 收入及分部報告(續)

#### (b) 分部報告(續)

##### 其他業務(續)

(ii) 可呈報分部資產對賬



(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	
		2022 2022年 RMB'000 人民幣千元 (unaudited) (未經審核)	2021 2021年 RMB'000 人民幣千元 (unaudited) (未經審核)
Government grant	政府補助金	5,440	330
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的投資收入	264	849
Investment income of receivable investments	應收款項類投資之投資收入	740	1,791
Investment income from financial assets measured at FVPL	按公允價值計入損益之金融資產之投資收入	4,084	3,971
Foreign exchange gains/(losses)	匯兌收益/(虧損)	5,485	(4,309)
Others	其他	2,842	2,736
		<b>18,855</b>	<b>5,368</b>

#### 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	
		2022 2022年 RMB'000 人民幣千元 (unaudited) (未經審核)	2021 2021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	10(b)(i) 35,151	9,432
Receivables from guarantee customers	應收擔保客戶款項	10(b)(ii) 11,522	1,368
Loans and advances to customers	發放貸款及墊款	11(f) 5,867	9,647
Factoring receivables	應收保理款項	12(b) 2,197	5,717
Others	其他	(33)	2,849
		<b>54,704</b>	<b>29,013</b>

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

## 5 PROFIT BEFORE TAXATION (CONTINUED)

### (b) Staff costs

		Six months ended 30 June 截至6月30日止六個月	
		2022 2022年 RMB'000 人民幣千元 (unaudited) (未經審核)	2021 2021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	29,689	33,999
Contributions to retirement schemes	退休計劃供款	3,666	422
		<b>33,355</b>	34,421

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」)當地市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	
		2022 2022年 RMB'000 人民幣千元 (unaudited) (未經審核)	2021 2021年 RMB'000 人民幣千元 (unaudited) (未經審核)
Depreciation and amortization	折舊及攤銷	5,558	4,219
Auditors' remuneration	核數師酬金	683	683

### (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

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

## 6 綜合損益表中所得稅

### (a) 綜合損益表中稅項：

		Six months ended 30 June 截至6月30日止六個月	
		2022 2022年 RMB'000 人民幣千元 (unaudited) (未經審核)	2021 2021年 RMB'000 人民幣千元 (unaudited) (未經審核)
		Note 附註	
<b>Current tax</b>	<b>即期稅項</b>		
Provision for PRC income tax for the period	期內撥備中國所得稅	25(a)	27,591
<b>Deferred tax</b>	<b>遞延所得稅</b>		
Origination and reversal of temporary differences	暫時性差異的產生及撥回	25(b)	(7,456)
<b>Income tax expense</b>	<b>所得稅開支</b>		20,135

(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 (CONTINUED)

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

## 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：

		Six months ended 30 June 截至6月30日止六個月	
		2022 2022年	2021 2021年
		RMB'000 人民幣千元	RMB'000 人民幣千元
		(unaudited) (未經審核)	(unaudited) (未經審核)
	Note 附註		
Profit before taxation	稅前利潤	43,983	77,690
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	10,996	19,423
Tax effect of non-deductible expenses	不可抵扣開支的稅項影響	97	299
Unrealized temporary differences	未實現暫時性差異	—	(326)
Others	其他	857	739
Actual income tax expense	實際所得稅開支	11,950	20,135

(i) No provision for Hong Kong Profits Tax has been made for Join-Share Financial Holdings Co., Ltd. located in Hong Kong as they had not derived any income subject to Hong Kong Profits Tax during the period.

(ii) According to the PRC Corporate Income Tax ("CIT") Law that took effect on 1 January 2008, the Group's PRC subsidiaries are subject to PRC income tax at the statutory tax rate of 25%.

(i) 位於香港的中盈盛達金融控股有限公司未就香港利得稅計提撥備，因其期內並無產生任何須繳納香港利得稅的收入。

(ii) 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，本集團的中國子公司須按法定稅率25%繳納中國所得稅。

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

## 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 parent of RMB25,953,000 (six months ended 30 June 2021: RMB48,218,000) and the weighted average of 1,560,793,000 ordinary shares (30 June 2021: 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 2022 and 2021, therefore, diluted earnings per share are the same as the basic earnings per share.

## 8 CASH AND BANK DEPOSITS

## 7 每股收益

### (a) 每股基本收益

每股基本收益根據歸屬於母公司普通股權持有人的利潤人民幣25,953,000元(截至2021年6月30日止六個月:人民幣48,218,000元)及中期期間已發行1,560,793,000股普通股(2021年6月30日:1,560,793,000股)的加權平均數計算。

### (b) 每股稀釋收益

截至2022年及2021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。

## 8 現金及銀行存款

		At 30 June 2022 於2022年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 31 December 2021 於2021年 12月31日 RMB'000 人民幣千元 (audited) (經審核)
Cash in hand	庫存現金	15	24
Cash at banks	銀行存款	552,926	782,417
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	552,941	782,441
Term deposits with banks	銀行定期存款	122,580	82,242
Restricted bank deposits	受限的銀行存款	187,602	217,352
Accrued interest	應計利息	863,123 2,395	1,082,035 2,422
		865,518	1,084,457

(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 (CONTINUED)

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 bank deposits pledged by deposit certificate as collateral provided by the Group for customers to apply for bank loans.

As at 30 June 2022, cash and cash equivalents within Mainland China amounted to RMB521.26 million (31 December 2021: RMB752.08 million). Remittance of funds out of Mainland China is subject to relevant rules and regulations of foreign exchange control.

## 9 PLEDGED DEPOSITS

Pledged deposits represent the deposits at banks, trust funds, micro-credit companies etc. for the financing guarantees that the Group provides to third parties in respect of their borrowings from these companies. In accordance to the agreements with these companies, these pledged deposits cannot be used freely.

## 8 現金及銀行存款(續)

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。使用受限的銀行存款主要指辦理了存單質押的銀行存款，作為本集團為客戶申請銀行貸款提供的擔保物。

於2022年6月30日，於中國境內的現金及現金等價物為人民幣521.26百萬元(2021年12月31日：人民幣752.08百萬元)。資金匯出中國境內須遵守有關外匯管制的相關規則及法規。

## 9 存出保證金

存出保證金指本集團就該等公司借款向第三方提供的融資擔保而存放於銀行、信託基金、小額信貸公司等存款。根據與該等公司的協議，該等存出保證金無法自由使用。

(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 2022 於2022年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 31 December 2021 於2021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		<b>393,600</b>	305,500
Less: Allowance for doubtful debts	減: 呆賬撥備	10(a)(i) 10(b)(i)	<b>(114,290)</b>	(78,491)
			<b>279,310</b>	227,009
Receivables from guarantee customers	應收擔保客戶款項	10(a)(ii)	<b>213,021</b>	195,844
Less: Allowance for doubtful debts	減: 呆賬撥備	10(b)(ii)	<b>(57,081)</b>	(45,559)
			<b>155,940</b>	150,285
Interest receivables	應收利息		<b>8,943</b>	9,428
Less: Allowance for interest receivables	減: 應收利息撥備		<b>(2,280)</b>	(2,280)
			<b>6,663</b>	7,148
Receivables from debt purchased	應收已購債項	(i)	<b>53,014</b>	51,454
Loan to related parties	授予關聯方的貸款		<b>75,560</b>	71,060
Trade debtors	貿易應收賬款		<b>57,577</b>	69,085
Prepayment to a related party	授予關聯方的預付款項		<b>89,600</b>	79,027
Receivables from a related party	應收關聯方款項		<b>10,000</b>	10,000
Other receivables	其他應收款項		<b>9,019</b>	13,547
			<b>294,770</b>	294,173
Deposits and prepayments	按金及預付款項		<b>28,638</b>	26,712
Repossessed assets	抵債資產		<b>30,757</b>	29,268
			<b>59,395</b>	55,980
			<b>796,078</b>	734,595

(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) 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 2022, the interest income is RMB1,560,000 (six months period ended 30 June 2021: RMB1,560,000).

### (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 2022 於2022年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 31 December 2021 於2021年 12月31日 RMB'000 人民幣千元 (audited) (經審核)
Within 1 year	一年以內	151,329	108,262
Over 1 year but less than 2 years	超過一年但少於兩年	73,514	54,320
Over 2 years but less than 3 years	超過兩年但少於三年	32,720	91,117
Over 3 years but less than 5 years	超過三年但少於五年	92,893	10,573
Over 5 years	超過五年	43,144	41,228
Subtotal	小計	393,600	305,500
Less: Allowance for doubtful debts	減：呆賬撥備	(114,290)	(78,491)
		279,310	227,009

## 10 應收及其他應收款項(續)

- (i) 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，由此，本集團以人民幣42,094,000元的價格購買佛山市中盛置業有限公司為數人民幣41,874,000元的債權及相關權益。本集團有權享有本金為人民幣26,000,000元的12%固定利息。截至2022年6月30日止六個月，利息收入為人民幣1,560,000元(截至2021年6月30日止六個月期間：人民幣1,560,000元)。

### (a) 賬齡分析：

截至報告期末，根據交易日期及計提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



(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: (CONTINUED)

#### (i) Receivables for default guarantee payments (CONTINUED)

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 27(a).

#### (ii) Receivables from guarantee customers

		At 30 June 2022 於2022年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 31 December 2021 於2021年 12月31日 RMB'000 人民幣千元 (audited) (經審核)
Within 1 year	一年以內	51,612	26,942
Over 1 year but less than 2 years	超過一年但少於兩年	54,120	52,198
Over 2 year but less than 3 years	超過兩年但少於三年	2,893	9,288
Over 3 years but less than 5 years	超過三年但少於五年	58,417	66,424
Over 5 years	超過五年	45,979	40,992
Subtotal	小計	213,021	195,844
Less: allowance for doubtful debts	減: 呆賬撥備	(57,081)	(45,559)
		155,940	150,285

Receivables from guarantee customers are due from the date of payment. Further details on the Group's credit policy are set out in note 27(a).

## 10 應收及其他應收款項(續)

### (a) 賬齡分析:(續)

#### (i) 應收違約擔保付款(續)

應收違約擔保付款自付款日期起到期。本集團信貸政策進一步資料載列於附註27(a)。

#### (ii) 應收擔保客戶款項

應收擔保客戶款項自付款日期起到期。本集團信貸政策進一步資料載列於附註27(a)。

(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 2022 於2022年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 31 December 2021 於2021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	78,491	65,149
Impairment losses recognised in the consolidated statement of profit or loss	於綜合損益表確認的減值損失	35,151	22,332
Amounts written off	核銷金額	—	(10,697)
Amounts recovered	收回已核銷金額	648	1,707
As at 30 June/ 31 December	於6月30日/ 12月31日	<b>114,290</b>	78,491

## 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 2022 (unaudited) 2022年6月30日(未經審核)			
		12-month ECL	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	存在信貸減 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	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	—	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	—	(4,894)	4,894	—
Net re-measurement of loss allowance	虧損準備重新計量淨額	—	(559)	8,158	7,599
Receivables from guarantee customers newly originated	來自新發放客戶擔保的應收款項	—	3,902	21	3,923
As at 30 June 2022	於2022年6月30日	—	6,716	50,365	57,081

  

		31 December 2021 2021年12月31日			
		12-month ECL	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	存在信貸減 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	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 2021	於2021年1月1日	—	9,277	46,323	55,600
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	—	(3,980)	3,980	—
Net re-measurement of loss allowance	虧損準備重新計量淨額	—	(895)	(6,575)	(7,470)
Receivables from guarantee customers newly originated	來自新發放客戶擔保的應收款項	—	3,865	677	4,542
Uncollectible amounts write-off	無法收回的已核銷金額	—	—	(7,113)	(7,113)
As at 31 December 2021	於2021年12月31日	—	8,267	37,292	45,559

## 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

### (a) Analysed by nature

		At 30 June 2022 於2022年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 31 December 2021 於2021年 12月31日 RMB'000 人民幣千元 (audited) (經審核)
Entrusted loans	委託貸款	260,712	234,918
Micro-lending	小額貸款	474,315	434,654
Gross loans and advances to customers	發放貸款及墊款總額	735,027	669,572
Accrued interest	應計利息	9,020	5,232
Total allowances for impairment losses	減值損失準備總額	(62,329)	(56,462)
Net loans and advances to customers	發放貸款及墊款淨額	681,718	618,342

## 11 發放貸款及墊款

### (a) 按性質分析

### (b) Analysed by industry sector

		At 30 June 2022 於2022年6月30日 (unaudited) (未經審核)		At 31 December 2021 於2021年12月31日 (audited) (經審核)	
		RMB'000 人民幣千元	%	RMB'000 人民幣千元	%
Service sector	服務業	316,045	43%	296,293	44%
Wholesale and retail	批發和零售業	280,248	38%	267,229	40%
Manufacturing	製造業	135,839	18%	103,050	15%
Others	其他	2,895	1%	3,000	1%
Gross loans and advances to customers	發放貸款及墊款總額	735,027	100%	669,572	100%

### (b) 按行業分析

(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)

### (c) Analysed by type of collateral

		At 30 June 2022 於2022年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 31 December 2021 於2021年 12月31日 RMB'000 人民幣千元 (audited) (經審核)
Secured loans	有抵押貸款	231,255	222,902
Unsecured loans	無抵押貸款	130,198	78,112
Others	其他貸款	373,574	368,558
Gross loans and advances to customers	發放貸款及墊款總額	735,027	669,572

- 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;

## 11 發放貸款及墊款(續)

### (c) 按擔保方式分析

- 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)本集團和其他受益人相比對該抵押品有優先受償的權利。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；

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## 11 LOANS AND ADVANCES TO CUSTOMERS (CONTINUED)

### (c) Analysed by type of collateral (CONTINUED)

- 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.

### (d) Overdue loans analysed by overdue period

		At 30 June 2022 於2022年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 31 December 2021 於2021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)	670	50,746
Overdue more than 3 months to 6 months (inclusive)	逾期三個月至六個月 (含六個月)	1,348	—
Overdue more than 6 months to one year (inclusive)	逾期六個月至一年 (含一年)	1,588	1,686
Overdue more than one year	逾期一年以上	113,970	114,250
		<b>117,576</b>	166,682

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

已逾期貸款是指全部或部分本金或利息逾期一天或以上的貸款及墊款。

## 11 發放貸款及墊款(續)

### (c) 按擔保方式分析(續)

- 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和其他受益人相比對抵押品無優先受償的權利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。

### (d) 已逾期貸款的逾期期限分析

(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)

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

## 11 發放貸款及墊款(續)

### (e) 按減值損失準備評估方式分析

		30 June 2022 (unaudited) 2022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	148,500	—	112,212	260,712
Micro-lending	小額貸款	457,277	500	16,538	474,315
Gross loans and advances to customers	發放貸款及墊款總額	605,777	500	128,750	735,027
Less: Allowances for impairment losses	減: 減值損失準備	(26,079)	(70)	(36,180)	(62,329)
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)	579,698	430	92,570	672,698

  

		31 December 2021 (audited) 2021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	122,500	—	112,418	234,918
Micro-lending	小額貸款	415,923	—	18,731	434,654
Gross loans and advances to customers	發放貸款及墊款總額	538,423	—	131,149	669,572
Less: Allowances for impairment losses	減: 減值損失準備	(19,133)	—	(37,329)	(56,462)
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)	519,290	—	93,820	613,110

(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)

### (f) Movements of allowances for impairment losses

		30 June 2022 (unaudited) 2022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
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	(163)	163	—	—
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	(72)	—	72	—
Net re-measurement of loss allowance	虧損準備重新計量 淨額	(9,894)	(93)	(1,221)	(11,208)
Loans and advances newly originated	產生的新貸款及 墊款	17,075	—	—	17,075
As at 30 June 2022	於2022年6月30日	26,079	70	36,180	62,329

		31 December 2021 (audited) 2021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
As at 1 January 2021	於2021年1月1日	13,755	55	24,276	38,086
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	—	—	—	—
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	(67)	(55)	122	—
Net re-measurement of loss allowance	虧損準備重新計量 淨額	(13,248)	—	8,901	(4,347)
Loans and advances newly originated	產生的新貸款及 墊款	18,693	—	6,030	24,723
Write-offs	核銷	—	—	(2,000)	(2,000)
As at 31 December 2021	於2021年12月31日	19,133	—	37,329	56,462



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

## 12 FACTORING RECEIVABLES

## 12 應收保理款項

			At 30 June 2022 於2022年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 31 December 2021 於2021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)	282,117	187,242
Less: allowances for factoring receivables	減：應收保理款項 準備		(15,031)	(12,834)
			<b>267,086</b>	174,408

(i) As at 30 June 2022, factoring receivables of RMB20,000,000 is pledged for a bank loan amounting to RMB30,000,000. Please see note 20.

(i) 於2022年6月30日，應收保理款項人民幣20,000,000元已質押銀行貸款人民幣30,000,000元。請參閱附註20。

### (a) Ageing analysis

As at 30 June 2022, 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2022年6月30日，保理業務應收款項按發票日期及計提呆賬撥備的賬齡分析如下：

			At 30 June 2022 於2022年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 31 December 2021 於2021年 12月31日 RMB'000 人民幣千元 (audited) (經審核)
Within 1 year	一年內		205,439	122,292
Over 1 year but less than 2 years	超過一年但少於兩年		38,742	27,000
Over 2 year but less than 3 years	超過兩年但少於三年		19,000	37,950
Over 3 years	超過三年		18,936	—
Less: allowances for factoring receivables	減：應收保理款項 準備		(15,031)	(12,834)
			<b>267,086</b>	174,408

(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：

			At 30 June 2022 於2022年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 31 December 2021 於2021年 12月31日 RMB'000 人民幣千元 (audited) (經審核)
At 1 January	於1月1日		12,834	3,303
Re-measurement	重新計量	5(a)	2,197	9,531
At 30 June/31 December	於6月30日/ 12月31日		15,031	12,834

## 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 2022 於2022年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 31 December 2021 於2021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		68,722	73,002
			68,722	73,002

(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的金融資產

			At 30 June 2022 於2022年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 31 December 2021 於2021年 12月31日 RMB'000 人民幣千元 (audited) (經審核)
Convertible bonds	可轉換債券	(i)	25,105	25,024
Unlisted equity investments	非上市股權投資		5,733	6,070
Structured deposits	結構性存款		40,000	—
			<b>70,838</b>	31,094

(i) The Group has waived its rights to convert the above bonds for common stocks in the issuing companies.

(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。

#### 15 RECEIVABLE INVESTMENTS

#### 15 應收款項類投資

			At 30 June 2022 於2022年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 31 December 2021 於2021年 12月31日 RMB'000 人民幣千元 (audited) (經審核)
Wealth management products	理財產品		—	1,460
Bonds	債券		25,000	25,000
Trust products	信託產品		7,000	7,000
Subtotal	小計		<b>32,000</b>	33,460
Accrued interest	應計利息		<b>1,239</b>	1,215
Less: Allowances for impairment losses	減: 減值損失準備		<b>(6,163)</b>	(6,163)
			<b>27,076</b>	28,512

(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	Proportion of ownership interest As at 30 June 2022 於2022年6月30日擁有的權益比例					Principal activities 主要業務
			Registered capital 註冊資本	Paid-in capital 繳足資本	Group's effective interest 本集團 實際權益	Held by the Company 本公司持有	Held by a subsidiary 一間子公司 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 Chancheng Join-Share Micro Credit Co., Ltd. ("Foshan Micro Credit") (佛山禪城中盈盛達小額貸款有限公司)	Foshan	30 May 2011 the PRC	RMB243,560,000	RMB243,560,000	61.20%	—	61.20%	Microcredit
佛山禪城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243,560,000元	人民幣243,560,000元	61.20%	—	61.20%	小額貸款
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

(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 2022 於2022年6月30日擁有的權益比例					Principal activities 主要業務
			Registered capital 註冊資本	Paid-in capital 繳足資本	Group's effective interest 本集團 實際權益	Held by the Company 本公司持有	Held by a subsidiary 一間子公司 持有	
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
Shenzhen Join-Share Engineering Guarantee Co., Ltd. ("Shenzhen Engineering Guarantee") (深圳市中盈盛達工程擔保有限公司)	Shenzhen	31 May 2018 the PRC	RMB200,000	RMB200,000	100%	100%	—	Guarantee
深圳市中盈盛達工程擔保有限公司 (「深圳工程擔保」)	深圳	2018年5月31日 中國	人民幣200,000元	人民幣200,000元	100%	100%	—	擔保
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	RMB130,000,000	RMB130,000,000	53.85%	53.85%	—	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130,000,000元	人民幣130,000,000元	53.85%	53.85%	—	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
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	RMB20,000,000	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20,000,000元	90%	—	90%	數字科技

(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)

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.

### Establishment/acquisition of subsidiaries

- (i) By the end of 2020, Guangdong Capital Investment purchased additional 2.053% share of Foshan Micro Credit from a minority interest at a cash consideration of RMB4,400,000. On 23 June 2021, Foshan Micro Credit completed the registration of its registered capital change. After the capital increase, the capital contribution of Guangdong Capital Investment increased from RMB145,606,800 to RMB150,006,800, and the percentage of share held by Guangdong Capital Investment increased from 53.194% to 55.247%.

On 23 June 2022, Guangdong Capital Investment purchased an additional 5.953% share of interest of Foshan Micro Credit from a minority shareholder at a cash consideration of RMB14,500,000.

## 16 於子公司投資(續)

除中盈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。各子公司的英文譯名僅供參考。各子公司的正式名稱以中文為準。

### 成立／收購子公司

- (i) 2020年底，廣東資本管理以現金代價人民幣4,400,000元自少數股東購買佛山小額貸款額外2.053%的股份。於2021年6月23日，佛山小額貸款完成其註冊資本變更登記。增資後，廣東資本管理的出資額由人民幣145,606,800元增至人民幣150,006,800元，而廣東資本管理持有的股份百分比由53.194%增至55.247%。

於2022年6月23日，廣東資本管理以現金代價人民幣14,500,000元自少數股東購買佛山小額貸款額外5.953%的股份。

(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:

			At 30 June 2022 於2022年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 31 December 2021 於2021年 12月31日 RMB'000 人民幣千元 (audited) (經審核)
Foshan Zhongsheng	佛山中盛		7,365	11,505
Shenzhen Bangli	深圳邦利		12,679	12,422
Yiliantong Supply Chain	壹鏈通供應鏈		2,307	2,170
Yingan Medical	盈安醫療		1,570	1,724
Kuiniudingsheng Company Management	夔牛鼎盛企業管理		5,661	5,661
Weicheng Network Technology	衛城網絡科技	(ii)	3,886	4,307
Tongchuangzhiyuan Business Management	同創致遠商業管理		600	100
Chuangyuan Supply Chain	創元供應鏈	(i)	—	—
			<b>34,068</b>	<b>37,889</b>

- (i) As at 30 June 2022, the equity of Chuangyuan Supply Chain Technology had been reduced to nil after making the adjustments necessary in applying the equity method (year ended 31 December 2021: nil).
- (ii) On 8 April 2021, Guangdong Supply Chain increased investment of RMB 5,000,000 of capital into Weicheng Network Technology and held 20% equity interests.

## 17 於聯營公司的權益

本集團於聯營公司的權益如下：

- (i) 於2022年6月30日，在採用權益法進行必要的調整後，創元供應鏈科技的權益減少至零(截至2021年12月31日止年度：無)。
- (ii) 於2021年4月8日，廣東供應鏈對衛城網絡科技增加人民幣5百萬元的資本投資並持有20%的股權。

(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，所持有之股份類別均為普通股：

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 2022 於2022年6月30日擁有權益比例					Principal activities 主要業務
			Registered capital 註冊股本	Paid-in capital 繳足股本	Group's effective interest 本集團 實際權益	Held by the Company 本公司 持有	Held by a subsidiary 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") (formerly known as "Guangzhou Changtong Medical Examination Co., Ltd.")	Guangzhou	25 July 2016 the PRC	RMB5,000,000	RMB2,242,500	46%	—	46%	Supply chain services
廣州盈安醫療科技有限公司 (「盈安醫療」)(此前稱為「廣州 毅通醫學檢驗有限公司」)	廣州	2016年7月25日 中國	人民幣5,000,000元	人民幣2,242,500元	46%	—	46%	供應鏈服務
Guangdong Weicheng Network Technology Co., Ltd. ("Weicheng Network Technology") (廣東衛城網絡科技有限公司)	Foshan	20 November 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11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



(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 註冊股本	Proportion of ownership interest As at 30 June 2022 於2022年6月30日擁有權益比例		Group's effective interest 本集團 實際權益	Held by the Company 本公司 持有	Held by a subsidiary 子公司 持有	Principal activities 主要業務
				Paid-in capital 繳足股本					
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 December 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12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	
Shenzhen Kuiniudingsheng Company Management LLP ("Kuiniudingsheng Company Management") (深圳夔牛鼎盛企業管理合夥企業(有限合夥))	Shenzhen	29 January 2018 the PRC	RMB1,000,000	RMB1,000,000	38%	—	38%	Business services	
深圳夔牛鼎盛企業管理合夥企業(有限合夥)(「夔牛鼎盛企業管理」)	深圳	2018年1月29日 中國	人民幣1,000,000元	人民幣1,000,000元	38%	—	38%	商業服務	
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	RMB500,000	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500,000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.

\* 各公司的英文譯名僅供參考。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。

(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

### (a) Fixed assets

#### (i) Right-of-use assets

During the six months ended 30 June 2022, the Group did not enter into lease agreements which should be recognized the additions to right-of-use assets (six months ended 30 June 2021: nil).

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.

#### (ii) Acquisitions and disposals

During the six months ended 30 June 2022, the Group acquired fixed assets with a cost of RMB240,000 (six months ended 30 June 2021: RMB163,000). During the six months ended 30 June 2022, the Group disposed office and other equipment and motor vehicles with a cost of RMB92,774 (six months ended 30 June 2021: nil).

#### (iii) Impairment losses

During the six months ended 30 June 2022, no impairment loss of fixed assets was recognized (six months ended 30 June 2021: nil).

## 18 固定資產及投資性房地產

### (a) 固定資產

#### (i) 使用權資產

截至2022年6月30日止六個月，本集團並無訂立任何租賃協議，而應確認使用權資產添置(截至2021年6月30日止六個月：零)。

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。

#### (ii) 收購及出售

截至2022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240,000元(截至2021年6月30日止六個月：人民幣163,000元)。截至2022年6月30日止六個月，本集團出售辦公室及其他設備及汽車的成本為人民幣92,774元(截至2021年6月30日止六個月：零)。

#### (iii) 減值損失

截至2022年6月30日止六個月並無確認固定資產減值損失(截至2021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)

## 18 FIXED ASSETS AND INVESTMENT PROPERTY (CONTINUED)

### (b) Investment property

The Group did not transfer any repossessed assets to investment property during the six months ended 30 June 2022 (six months ended 30 June 2021: nil). The Group did not transferred investment property to fixed assets during the six months ended 30 June 2022 (six months ended 30 June 2021: RMB730,000).

## 19 INTANGIBLE ASSETS

### (a) Acquisitions and disposals

During the six months ended 30 June 2022, the Group acquired intangible assets with a cost of RMB815,000 (six months ended 30 June 2021: RMB1,074,000). None of the intangible assets was disposed of during the six months ended 30 June 2022 (six months ended 30 June 2021: nil).

### (b) Impairment losses

During the six months ended 30 June 2022, no impairment loss of intangible assets was recognized (six months ended 30 June 2021: nil).

## 18 固定資產及投資性房地產(續)

### (b) 投資性房地產

於截至2022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2021年6月30日止六個月：零)。截至2022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2021年6月30日止六個月：人民幣730,000元)。

## 19 無形資產

### (a) 收購及出售

截至2022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815,000元(截至2021年6月30日止六個月：人民幣1,074,000元)。截至2022年6月30日止六個月並無出售無形資產(截至2021年6月30日止六個月：零)。

### (b) 減值損失

截至2022年6月30日止六個月並無確認無形資產減值損失(截至2021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 2022 於2022年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 31 December 2021 於2021年 12月31日 RMB'000 人民幣千元 (audited) (經審核)
Bank loans	銀行貸款	(i)		
— Unsecured	— 無擔保		95,000	69,300
— Pledged loans	— 抵押貸款	(ii)	30,000	—
Other loans	其他貸款		5,000	—
			130,000	69,300
Accrued interest payable	應計應付利息		189	115
			130,189	69,415

(i) At 30 June 2022, loans bear interest at a range from 5.22% to 11%. (31 December 2021: from 3.92% to 7.50%)

(ii) The pledged loan is secured by factoring receivables of the Group amounting to RMB20,000,000. Please see note 12.

(i) 於2022年6月30日，該等貸款按5.22%至11%計算利息(2021年12月31日：3.92%至7.50%)。

(ii) 該抵押貸款由本集團持有的金額為人民幣20,000,000元的應收保理款提供擔保。請參閱附註12。

## 21 DEBT SECURITIES ISSUED

## 21 已發行債務證券

			At 30 June 2022 於2022年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 31 December 2021 於2021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		260,000	260,000
Corporate Bonds — Interest Adjustment	公司債券 — 利息調整		(799)	(891)
Corporate Bonds — Accrued Interest	公司債券 — 應計利息		3,422	9,601
			262,623	268,710

(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 (CONTINUED)

- (i) Fixed rate corporate bonds with nominal value RMB260.0 million and a term of five years were issued on 18 March 2021. The coupon rate is 4.60% 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 2022, 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 2021 to 17 March 2022.

As at 30 June 2022, the fair value of corporate bonds amounted to RMB 264.48 million (31 December 2021: RMB 264.49 million).

## 21 已發行債務證券(續)

- (i) 於2021年3月18日發行面值為人民幣260.0百萬元之固定利率公司債券，期限為五年。票面利率為每年4.60%。本集團有權選擇於第三年末調整剩餘期限之票面利率。於本集團公告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2022年3月，廣東中盈盛達融資擔保投資股份有限公司支付於2021年3月18日至2022年3月17日期間公司債券之利息人民幣11,960,000元。

於2022年6月30日，公司債券的公允價值為人民幣264.48百萬元(2021年12月31日：人民幣264.49百萬元)。

## 22 LIABILITIES FROM GUARANTEES

## 22 擔保負債

			At 30 June 2022 於2022年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 31 December 2021 於2021年 12月31日 RMB'000 人民幣千元 (audited) (經審核)
Deferred income	遞延收益		167,335	164,875
Provisions for guarantee issued	已發出擔保準備金	22(a)	99,382	75,294
			<b>266,717</b>	240,169

### (a) Provisions for guarantee losses

### (a) 未到期責任準備金

			At 30 June 2022 於2022年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 31 December 2021 於2021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		75,294	65,045
Charge for the period/year	期內/年內計提		24,088	10,249
As at 30 June/31 December	於6月30日/12月31日		<b>99,382</b>	75,294

(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用擔保的擔保抵押。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、國家發展及改革委員會、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。

(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 (CONTINUED)

### (b) Accruals and other payables

		At 30 June 2022 於2022年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 31 December 2021 於2021年 12月31日 RMB'000 人民幣千元 (audited) (經審核)
Dividends payable	應付股息	82,257	4,043
Income tax payable	應付所得稅	35,814	10,394
Prepaid capital contribution from prospective non-controlling shareholders	潛在非控股股東 預付注資	33,000	—
		(i)	
Payable to customers	應付客戶款項	23,068	3,677
Accrued staff cost	應付職工薪酬	22,732	35,842
Purchase of equity interests of a subsidiary from non-controlling interests	自非控制性權益 購買一間子公司的 股權	13,500	—
		(ii)	
Accounts payable	應付賬款	8,288	9,058
Contract liabilities	合約負債	6,256	9,928
Consulting service expense payable	應付諮詢服務費用	3,714	6,463
Notes payable	應付票據	—	6,000
Withholding income tax	預扣所得稅	1,030	446
Others	其他	17,236	18,364
		(iii)	
Total	總計	246,895	104,215

- (i) In June 2022, a prospective investor and Foshan Micro Credit entered into an agreement such that the prospective investor would make a capital contribution of RMB33,000,000 into Foshan Micro Credit and enjoys a 10% equity interest of Foshan Micro Credit upon the completion of capital contribution and the approvals from relevant authorities. As of 30 June 2022, Foshan Micro Credit received the capital contribution of RMB33,000,000 from the prospective investor, but it had not obtained the approvals from relevant authorities. Subsequently, Foshan Micro Credit obtained the relevant approvals in August 2022.
- (ii) On 23 June 2022, Guangdong Capital Investment entered into a contract with a non-controlling shareholder of Foshan Micro Credit to purchase 5.953% interest of equity in Foshan Micro Credit at a consideration of RMB14,500,000. As of 30 June 2022, RMB13,500,000 was not paid. Subsequently, Guangdong Capital Investment settled the residual consideration in July 2022.

## 23 存入保證金及應計及其他應付款項(續)

### (b) 應計及其他應付款項

- (i) 於2022年6月，一位潛在投資者與佛山小額貸款訂立協議，完成注資並獲得相關機構(如佛山市金融局)批准後，該潛在投資者將對佛山小額貸款注資人民幣33百萬元，並享有佛山小額貸款10%股權。截至2022年6月30日，佛山小額貸款收到來自該潛在投資者人民幣33百萬元的注資，但並無獲得來自相關機構的批准。其後，於2022年8月，佛山小額貸款獲得相關批准。
- (ii) 於2022年6月23日，廣東資本管理與佛山小額貸款的一名非控股股東訂立合約，內容有關購買佛山小額貸款5.953%股權，其代價為人民幣14,500,000元。截至2022年6月30日，人民幣13,500,000元尚未支付。其後，廣東資本管理於2022年7月結算剩餘代價。

(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 (CONTINUED)

### (b) Accruals and other payables (CONTINUED)

- (iii) As of 30 June 2022, the ageing of accounts payable (based on the invoice date) amounting to RMB4.44 million (31 December 2021: RMB4.52 million) was within 1 year (inclusive), RMB3.43 million (31 December 2021: RMB3.46 million) were over 1 year but within 3 years and the rest were over 3 years.

## 23 存入保證金及應計及其他應付款項(續)

### (b) 應計及其他應付款項(續)

- (iii) 截至2022年6月30日，應付款項中人民幣4.44百萬元(2021年12月31日：人民幣4.52百萬元)賬齡(按發票日期計)在一年之內(含一年)，人民幣3.43百萬元(2021年12月31日：人民幣3.46百萬元)賬齡在1年至3年內及餘下款項賬齡在3年以上。

## 24 OTHER FINANCIAL INSTRUMENT

## 24 其他金融工具

			At 30 June 2022 於2022年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 31 December 2021 於2021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	(i)	99,786	111,332
			<b>99,786</b>	111,332

- (i) Pursuant to a series of shareholders' agreements entered into by the Group with other third-party shareholders of Zhongshan Join-Share in prior years, Zhongshan Health Science and Technology Industrial Base Development Co., Ltd. ("Zhongshan Health"), one of the shareholders of Zhongshan Join-Share, was entitled to a 6% fixed return of its capital contribution during the period from 31 December 2015 to 31 December 2023. In addition, the Company was obligated to repurchase part of Zhongshan Health's capital contribution based on an agreed repayment schedule during the aforementioned period. On initial recognition, the Company recognised the financial liability at the present value of the redemption amount and recognised the difference between the consideration received from Zhongshan Health and the above liability as equity. Any changes in the carrying amount of the financial liability was recorded in interest expense.

- (i) 根據本集團與中山中盈盛達的其他第三方股東於過往年度訂立的一系列股東協議，中山中盈盛達股東之一中山市健康科技產業基地發展有限公司(「中山健康」)於2015年12月31日至2023年12月31日期間有權獲得其出資的6%固定回報。此外，在上述期間，本公司有義務根據協定還款時間表購回中山健康的部分出資。於初步確認時，本公司按贖回金額的現值確認金融負債，並確認向中山健康收取的代價與上述股權負債之間的差額。金融負債賬面值的任何變動均計入利息開支。



(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 (CONTINUED)

(i) (Continued)

In September 2021, the Company entered into additional shareholders' agreements with the nominal shareholders of Zhongshan Join-Share ("**2021 Shareholders' Agreements**"). According to the 2021 Shareholders' Agreements, Zhongshan Health acquired 5% equity interests of Zhongshan Join-Share each from the Company and one of the other nominal shareholders at a consideration of RMB10,702,000 for each of them, respectively. Subsequent to the above share acquisitions, Zhongshan Health 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 Health, the Company shall complement the difference to Zhongshan Health. In the meantime, the Company's previous repurchase arrangement of Zhongshan Health's remaining contribution was cancelled. However, Zhongshan Health'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 Health 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.

## 24 其他金融工具(續)

(i) (續)

於2021年9月，本公司與中山中盈盛達名義股東另行訂立股東協議(「**2021年股東協議**」)。根據2021年股東協議，中山健康分別向本公司及另一位名義股東收購中山中盈盛達5%的股權，代價分別為人民幣10,702,000元。於上述股份收購後，中山健康持有中山中盈盛達43%的股權，並根據中山中盈盛達每年的實際盈利水平，每年不按比例地享有最低6%的出資回報。中山中盈盛達有義務每年向其股東分派其全部可分派利潤，而倘並無產生足夠的利潤將最低報分派予中山健康，則本公司應向中山健康補足差額。同時，本公司有關中山健康餘下出資的先前購回安排已予撤銷。然而，於發生導致中山中盈盛達的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期的資產結餘淨額降至其實繳資本的80%以下的或然事項時，本公司可全部或部分贖回中山健康的出資。贖回價格應相等於中山中盈盛達於贖回日期的每股淨資產。倘本公司於相關或然事項發生時未行使購回，則中山健康有權對中山中盈盛達進行清盤，而本集團將不可避免地按相等於中山中盈盛達於其清算日期的每股可供分配淨資產的價格向中山中盈盛達的所有其他名義股東交付現金或金融資產。

(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 (CONTINUED)

- (i) (Continued)  
The Company determines the overall arrangement of the 2021 Shareholders' Agreements leading to a substantial modification of the original financial liability. Accordingly, The Company derecognized original financial instrument and recognized a new financial liability. As of the modification date, the difference between the carrying amount of the original financial instrument and the new financial liability amounting to RMB4,572,000 was accounted as part of the Group's equity.

## 24 其他金融工具(續)

- (i) (續)  
本公司確定2021年股東協議的總體安排，從而導致對初始金融負債進行重大修訂。因此，本公司已終止確認初始金融工具，並確認一項新金融負債。截至修訂日期，初始金融工具賬面值與新金融負債之間的差額人民幣4,572,000元入賬列作本集團權益的一部分。

## 25 INCOME TAX IN THE CONSOLIDATED STATEMENT OF FINANCIAL POSITION

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

## 25 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：

		At 30 June 2022 於2022年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 31 December 2021 2021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	10,394	1,763
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撥備	45,871	50,394
Income tax paid during the period/year	期/年內已繳納所得稅	(20,451)	(41,763)
Balance of income tax payable at the end of the period/year	期/年末應付所得稅餘額	35,814	10,394

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

## 25 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:

## 25 綜合財務狀況表的所得稅(續)

### (b) 已確認遞延稅資產及負債:

於綜合財務狀況表確認的遞延稅資產/(負債)項目及於期/年內的變動如下:

		Deferred tax assets/(liabilities) (audited) 遞延稅項資產/(負債)(經審核)							Deferred tax liabilities interest in associates 於聯營公司的遞延稅項負債權益	Net
		Liabilities from guarantees	Impairment loss	Salaries payable	Financial instrument	Re-guarantee fee	Interest in associates	Total		
		擔保負債	減值損失	應付薪酬	金融工具	再擔保費用	於聯營公司的權益	總計		
Note	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	
附註	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	
At 1 January 2022	於2022年1月1日	5,894	41,290	16,404	2,712	124	2,710	69,134	(159)	68,975
Recognised to the consolidated statement of profit or loss	於綜合損益表確認									
Charged to reserves	計入公積	23,359	17,042	(4,157)	(3,294)	(109)	1,080	33,921	—	33,921
		—	—	—	1,070	—	—	1,070	—	1,070
At 30 June 2022 (unaudited)	於2022年6月30日 (未經審核)	29,253	58,332	12,247	488	15	3,790	104,125	(159)	103,966

		Deferred tax assets/(liabilities) (audited) 遞延稅項資產/(負債)(經審核)							Deferred tax liabilities interest in associates 於聯營公司的遞延稅項負債權益	Net
		Liabilities from guarantees	Impairment loss	Salaries payable	Financial instrument	Re-guarantee fee	Interest in associates	Total		
		擔保負債	減值損失	應付薪酬	金融工具	再擔保費用	於聯營公司的權益	總計		
		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
At 1 January 2021	於2021年1月1日	(481)	43,635	14,543	2,217	892	574	61,380	(176)	61,204
Recognised to the consolidated statement of profit or loss	於綜合損益表確認									
Charged to reserves	計入公積	6,375	(2,345)	1,861	2,221	(768)	2,136	9,480	17	9,497
		—	—	—	(1,726)	—	—	(1,726)	—	(1,726)
At 31 December 2021	於2021年12月31日	5,894	41,290	16,404	2,712	124	2,710	69,134	(159)	68,975

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

## 25 INCOME TAX IN THE CONSOLIDATED STATEMENT OF FINANCIAL POSITION (CONTINUED)

## 25 綜合財務狀況表的所得稅(續)

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

### (c) 與綜合財務狀況表之對賬：

		At 30 June 2022 於2022年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 31 December 2021 於2021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	於綜合財務狀況表確認之遞延稅項資產淨值	103,983	69,049
Net deferred tax liability recognised in the consolidated statement of financial position	於綜合財務狀況表確認之遞延稅項負債淨額	(17)	(74)
		<b>103,966</b>	<b>68,975</b>

## 26 CAPITAL, RESERVES AND DIVIDENDS

## 26 資本、儲備及股息

### (a) Dividends

### (a) 股息

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

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 2022 2022年 RMB'000 人民幣千元 (unaudited) (未經審核)	2021 2021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 RMB5 cents per share (six months ended 30 June 2021: RMB6 cents per share)	於本中期期間批准於上一個財政年度之末期股息每股人民幣5分(截至2021年6月30日止六個月：每股人民幣6分)	78,039	93,648

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

## 26 CAPITAL, RESERVES AND DIVIDENDS (CONTINUED)

### (a) Dividends (CONTINUED)

On 28 July 2022, the Company paid final cash dividends of RMB75.93 million, which had been declared on 22 June 2022.

### (b) Share capital

The share capital of the Company as at 30 June 2022 and 31 December 2021 are as follows:

		30 June 2022 (unaudited) 2022年6月30日(未經審核)		31 December 2021 (audited) 2021年12月31日(經審核)	
		No. of shares 股份數目 (‘000) (千股)	RMB’000 人民幣千元	No. of shares 股份數目 (‘000) (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.

## 26 資本、儲備及股息(續)

### (a) 股息(續)

於2022年7月28日，本公司於2022年6月22日所宣派的末期現金股息人民幣75.93百萬元已派付。

### (b) 股本

本公司於2022年6月30日及2021年12月31日的股本如下：

### (c) 儲備性質及目的

#### (i) 股本溢價

股本溢價指股本／本公司股份面值與注資／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。

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

## 26 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.

## 26 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的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。

## 26 CAPITAL, RESERVES AND DIVIDENDS (CONTINUED)

### (c) Nature and purpose of reserves (CONTINUED)

#### (v) General reserve

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.

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.

#### (vi) Other financial instrument-equity component

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

## 26 資本、儲備及股息(續)

### (c) 儲備性質及目的(續)

#### (v) 一般風險準備

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。

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) 其他金融工具之權益部分

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)。

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

## 27 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.

## 27 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。就這些風險而言，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)

## 27 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:

		30 June 2022 2022年6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)	31 December 2021 2021年12月31日 RMB'000 人民幣千元 (audited) (經審核)
Performance guarantee	履約擔保	6,467,611	6,171,385
Financing guarantee	融資擔保	4,082,334	4,036,231
Litigation guarantee	訴訟擔保	13,092	13,092
Subtotal	小計	10,563,037	10,220,708
Less: Customer pledged deposits	減：存入保證金	(142,199)	(253,002)
Total	合計	10,420,838	9,967,706

## 27 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：

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

## 27 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 recognized 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 2022 and 31 December 2021 is as follows:

		30 June 2022 (unaudited)		31 December 2021 (audited)	
		2022年6月30日(未經審核)		2021年12月31日(經審核)	
		RMB'000	%	RMB'000	%
		人民幣千元	%	人民幣千元	%
Construction	建造業	4,533,150	43%	4,349,223	43%
Real estate	房地產業	2,352,893	22%	1,482,638	14%
Manufacturing	製造業	1,246,700	12%	1,163,877	11%
Wholesale	批發業	985,790	9%	688,249	7%
Technology services	技術服務業	277,163	3%	201,298	2%
Leasing and commercial services	租賃及商業服務業	299,747	3%	286,451	3%
Retail	零售業	301,953	3%	382,678	4%
Service industry	服務業	35,168	1%	47,921	1%
Agriculture	農業	38,980	1%	38,371	1%
Transportation, warehousing and postal service	交通運輸、倉儲和郵政服務業	60,913	1%	53,538	1%
Finance	金融業	—	0%	305,592	3%
Others	其他	430,580	2%	1,220,872	10%
<b>Total of guarantees issued</b>	<b>發出的擔保合計</b>	<b>10,563,037</b>	<b>100%</b>	<b>10,220,708</b>	<b>100%</b>

## 27 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2022年6月30日及2021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：

## 27 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.

## 27 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出現大幅提高。

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

## 27 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 loan and advances to customers business, which is 30 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;

## 27 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、內外部信用評級、償債能力、經營能力、合約條款、還款行為等。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。本集團通過減值損失的違約概率是否大幅上升、金融資產是否逾期(不包括向客戶發放貸款及墊款業務，其為30天)、市場價格是否連續下跌等其他表明信用風險顯著增加情況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；

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

## 27 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.

## 27 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個月的預期信貸虧損或存續期的預期信貸虧損，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是信用減損。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質料後，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質料後，預計違約導致的損失金額佔風險暴露的比例。

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。

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

## 27 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.

## 27 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虧損進行評估。

#### *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。

## 27 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 fair value of the Group's financial instruments measured at the end of the reporting period on a recurring basis, categorised into the three-level fair value hierarchy as defined in HKFRS 13, Fair value measurement. The level into which a fair value measurement is classified is determined with reference to the observability and significance of the inputs used in the valuation technique 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

## 27 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

下表列示了本集團按經常性基準計量的金融工具於報告期末的公允價值，分類為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。公允價值計量中的層級分類參考估值技術所用輸入數據的可觀察性及重要性而釐定如下：

- 第一級估值：僅使用第一級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
- 第二級估值：使用第二級輸入數據計量的公允價值，即不符合第一級的可觀察數據及未有採用不可觀察的重要輸入數據。不可觀察數據乃指無法取得市場資料的輸入數據
- 第三級估值：使用不可觀察的重要輸入數據計量的公允價值

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

## 27 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.

## 27 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 2022 (unaudited) 2022年6月30日(未經審核)			Total
		Level 1	Level 2	Level 3	
		第一級	第二級	第三級	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	經常性公允價值計量資產				
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	—	—	68,722	68,722
Financial assets measured at FVPL	按公允價值計入損益計量的金融資產	—	—	70,838	70,838
Total	合計	—	—	139,560	139,560
Liabilities:	負債：				
Financial liabilities measured at FVPL	按公允價值計入損益計量的金融負債	—	—	(13,272)	(13,272)



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

## 27 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)

		31 December 2021 (audited) 2021年12月31日(經審核)			
		Level 1 第一級 RMB'000 人民幣千元	Level 2 第二級 RMB'000 人民幣千元	Level 3 第三級 RMB'000 人民幣千元	Total 合計 RMB'000 人民幣千元
Recurring fair value measurements assets	經常性公允價值計量資產				
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	—	—	73,002	73,002
Financial assets measured at FVPL	按公允價值計入損益計量的金融資產	—	—	31,094	31,094
<b>Total</b>	<b>合計</b>	<b>—</b>	<b>—</b>	<b>104,096</b>	<b>104,096</b>
Liabilities:	負債：				
Financial liabilities measured at FVPL	按公允價值計入損益計量的金融負債	—	—	(16,384)	(16,384)

## 27 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)

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

## 27 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 2022 於2022年6月30 日的公允價值	Fair value as at 31 December 2021 於2021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	74,455	79,072	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	25,105	25,024	Discounted cash flow 折現現金流量	Risk-adjusted discount rate 風險調整折現率
Structured deposits 結構性存款	40,000	—		
Interest in joint ventures 於合營企業之權益	(13,272)	(16,384)	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 2022, there were no significant change in the valuation techniques.

## 27 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2022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)

## 27 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 2021, 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 2022 and 31 December 2021, 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.

## 27 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2021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2022年6月30日及2021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敏感度按公允價值持續計量。

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

## 27 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:

		At 30 June 2022 於2022年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 30 June 2021 於2021年 6月30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	73,002	41,050
Proceeds from sales	銷售所得款項	—	—
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	(4,280)	8,257
Reclassification	重新分類	—	—
As at 30 June	於6月30日	68,722	49,307
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	31,094	90,905
Payment for purchases	購買款項	40,000	10,000
Proceeds from sales	銷售所得款項	—	(52,501)
Changes in fair value recognised in profit or loss during the period	於期內在損益中確認之公允價值變動	(256)	(119)
As at 30 June	於6月30日	70,838	48,285
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	2,856	(126)

## 27 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：

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

## 27 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 2022 and period the ended 30 June 2021, 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 2022 and 31 December 2021.

## 28 COMMITMENTS AND CONTINGENT LIABILITIES

### (a) Capital commitments

On 27 April 2022, the Company entered into a shareholding investment cooperation agreement with two third-parties to establish a new subsidiary, which will be providing guarantee services as its principle activity. Pursuant to such shareholding investment cooperation agreement, the Company shall invest RMB210 million in the new subsidiary and hold 70% of its equity interest. As of 30 June 2022, this new subsidiary has not been established. Subsequently on 26 July 2022, the Company paid the capital contribution of RMB210 million.

### (b) Litigations and disputes

In the second half of 2021, a group of individual investors initiated an arbitration against the Company in respect of their overdue lending with principals and interests amounted to a total of RMB6,900,000 to a third party which was guaranteed by the Company. As of 30 June 2022, the Company has considered the likelihood of the court finding against it and has made a provision in respect of this claim.

## 27 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2022年6月30日止期間及截至2021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2022年6月30日及2021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。

## 28 承擔及或有負債

### (a) 資本承擔

2022年4月27日,本公司與兩家第三方分別簽訂了股權投資合作協議,用於建立一個新的子公司,該子公司將以提供擔保服務為主要業務。根據該股權投資合作協議,本公司將向該新子公司投資人民幣2.1億元,持股比例為70%。截至2022年6月30日,該新子公司尚未成立。隨後在2022年7月26日,本公司支付了人民幣2.1億元的出資額。

### (b) 訴訟及糾紛

於2021年下半年,一組個人投資者就其向第三方提供並由本公司擔保的本金及利息合共為人民幣6,900,000元的逾期借款向本公司提起仲裁。於2022年6月30日,本公司已考慮法院對其作出不利裁決的可能性,並已就此項申索作出撥備。

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

## 29 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.

### (b) Key management personnel remuneration

	Note 附註	Six months ended 30 June 截至6月30日止六個月	
		2022 2022年 RMB'000 人民幣千元 (unaudited) (未經審核)	2021 2021年 RMB'000 人民幣千元 (unaudited) (未經審核)
Key management personnel remuneration	(i)	3,236	3,471

(i) Total remuneration is included in “staff costs” (note 5(b)).

## 29 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。

### (b) 關鍵管理人員薪酬

(i) 薪酬總額計入「員工成本」(附註5(b))。

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

## 29 MATERIAL RELATED PARTY TRANSACTIONS (CONTINUED)

## 29 重大關聯方交易(續)

### (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	
		2022 2022年 RMB'000 人民幣千元 (unaudited) (未經審核)	2021 2021年 RMB'000 人民幣千元 (unaudited) (未經審核)
Additions of interest-bearing borrowings	新增計息借款	7,000	58,900
Decrease of interest-bearing borrowings	計息借款減少	(1,500)	(51,100)
Additions of other receivables	新增其他應收款項	2,803	—
Decrease of other receivables	其他應收款項減少	(1,242)	(10,478)
Additions of prepayment	新增預付款項	10,573	—
Additions of other payables	新增其他應付款項	6,936	—
Decrease of other payables	其他應付款項減少	(6,600)	—
Pledged bank deposits	存出擔保保證金	64,300	38,000
Settlement of pledged bank deposits	結算存出擔保保證金	(31,000)	(10,000)
Collection on behalf in respect of disposed receivables	代收處置應收款項	—	34
Interest income	利息收入	2,400	5,555
Guarantee fee income	擔保費收入	1,562	565
Consulting fee income	諮詢費收入	2,321	—
Acquisition of intangible assets	收購無形資產	728	—
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)	—
Providing guarantee	提供擔保	60,000	—
Releasing guarantee	解除擔保	(142,140)	—

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

## 29 MATERIAL RELATED PARTY TRANSACTIONS (CONTINUED)

### (d) Balances with related parties

		At 30 June 2022 於2022年 6月30日 RMB'000 人民幣千元 (unaudited) (未經審核)	At 31 December 2021 於2021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	85,000	84,568
Trade and other receivables	應收及其他應收款項	228,174	211,541
Accrual and other payables	應計及其他應付款項	10,166	10,000
Lease liabilities	租賃負債	3,606	4,433
Financial liabilities measured at FVPL	按公允價值計入損益 計量的金融負債	13,272	16,384
Guarantee issued	已發出擔保	338,071	420,211

## 29 重大關聯方交易(續)

### (d) 與關聯方之間交易的餘額

## 30 INTERESTS IN UNCONSOLIDATED STRUCTURED ENTITIES

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.

## 30 於未合併的結構化主體中的權益

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這些結構化主體。



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

### 30 INTERESTS IN UNCONSOLIDATED STRUCTURED ENTITIES (CONTINUED)

As at 30 June 2022 and 31 December 2021, 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 2022 於2022年 6月30日 RMB'000 人民幣千元	At 31 December 2021 於2021年 12月31日 RMB'000 人民幣千元
Financial liabilities arising from interest in jointly controlled Trust Plans	13,272	16,384
共同控制信託計劃的權益所產生的金融負債		

As at 30 June 2022, the Group did not have any consolidated structured entities.

### 31 SUBSEQUENT EVENTS

In August 2022, the Company issued a 5-year corporate bond with an aggregate principal amount of RMB0.24 billion through public offering. The annual interest rate is 3.50%. The Company has an option to adjust the coupon rate for the remaining duration at the end of the third year. After the Company 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.

### 30 於未合併的結構化主體中的權益 (續)

於2022年6月30日及2021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，代表本集團集合資金信託計劃的權益：

### 31 結算日後事項

於2022年8月，本公司公開發行本金總額為人民幣2.4億元的公司債券，期限為5年。年利率為3.50%。本公司有權於第三年末調整餘下期限的票面利率。於本公司公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。



共创 共享 共成长

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