

# Yes!Star

YESTAR HEALTHCARE HOLDINGS COMPANY LIMITED

巨星醫療控股有限公司

(Incorporated in the Cayman Islands with limited liability 於開曼群島註冊成立的有限公司)

Stock Code 股份代號 : 2393

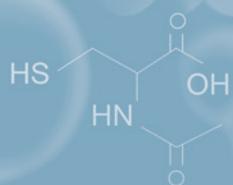
# 2022

INTERIM REPORT  
中期報告



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## CORPORATE INFORMATION

### EXECUTIVE DIRECTORS

Ms. Liao Changxiang (*Chief Executive Officer*)  
Ms. Wang Hong (*Chief Financial Officer*)  
Mr. Liang Junxiang

### NON-EXECUTIVE DIRECTOR

Mr. Hartono James (*Chairman*)

### INDEPENDENT NON-EXECUTIVE DIRECTORS

Dr. Hu Yiming  
Mr. Sutikno Liky  
Mr. Zeng Jinsong

### AUDIT COMMITTEE

Dr. Hu Yiming (*Chairman*)  
Mr. Sutikno Liky  
Mr. Zeng Jinsong

### NOMINATION COMMITTEE

Mr. Sutikno Liky (*Chairman*)  
Dr. Hu Yiming  
Mr. Zeng Jinsong

### REMUNERATION COMMITTEE

Mr. Zeng Jinsong (*Chairman*)  
Dr. Hu Yiming  
Mr. Sutikno Liky

### COMPANY SECRETARY

Mr. Ngai Tsz Him Michael

### AUTHORIZED REPRESENTATIVES

Ms. Wang Hong  
Mr. Ngai Tsz Him Michael

### INDEPENDENT AUDITORS

Ernst & Young  
*Certified Public Accountants*  
27/F, One Taikoo Place  
979 King's Road  
Quarry Bay  
Hong Kong

### REGISTERED OFFICE

Cricket Square  
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Grand Cayman KY1-1111  
Cayman Islands

### PRINCIPAL PLACE OF BUSINESS IN HONG KONG

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New Territories  
Hong Kong

### PRINCIPAL PLACE OF BUSINESS IN SHANGHAI

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Min Hang District  
Shanghai  
PRC

### LEGAL ADVISERS

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266 Han Kou Road  
Shanghai 200001  
PRC

*As to Cayman Islands law*  
Conyers Dill & Pearman (Cayman) Limited  
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Hutchins Drive  
P.O. Box 2681  
Grand Cayman KY1-1111  
Cayman Islands

### **PRINCIPAL BANKERS**

Bank of Communications Shanghai  
Tianyaoqiao Road Sub-branch  
Bank of China Gaoxin Sub-branch  
Guangxi Beibu Gulf Bank Gaoxin Sub-branch

### **PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE**

Conyers Trust Company (Cayman) Limited  
Cricket Square  
Hutchins Drive  
P.O. Box 2681  
Grand Cayman KY1-1111  
Cayman Islands

### **HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE**

Link Market Services (Hong Kong) Pty Limited  
Suite 1601, 16/F, Central Tower  
28 Queen's Road Central  
Hong Kong

### **STOCK CODE**

2393

### **COMPANY WEBSITE**

<http://www.yestarcorp.com>

## MANAGEMENT DISCUSSION AND ANALYSIS

### ABOUT YESTAR

Yestar Healthcare Holdings Company Limited (“Yestar” or the “Company”, together with its subsidiaries, the “Group”) is one of the largest distributors and service providers of In Vitro Diagnostic (“IVD”) products in the Peoples Republic of China (the “PRC”). The Group principally engages in the distribution of IVD products in cities of Beijing, Shanghai, Guangzhou and Shenzhen, and in provinces of Anhui, Fujian, Guangdong, Hainan, Hunan, Jiangsu, Hebei and the autonomous region Inner Mongolia. The Group also manufactures medical films (used in X-Ray, Magnetic Resonance Imaging (MRI) and Computer Tomography (CT-scan) etc.) for Fujifilm in the PRC, and manufactures, markets and sells dental film and medical dry film products under the house brand “Yes!Star”.

### MARKET OVERVIEW

The resurgence of COVID-19 disrupted the relative stability of the PRC during the first half of 2022 (“the Period”). In spite of the mass vaccination program and increasing health awareness among the public, the highly contagious Omicron variant has forced the government to once again impose strict measures on pandemic control. Regional lockdowns returned in multiple cities, and with the exception of emergency departments, hospitals were shut down in order to prioritize the containment and combat of the pandemic.

At the epicenter of this wave of COVID-19 were some of the largest cities in the PRC. Shanghai, the financial center of the PRC, which is also the headquarters of the Group, was hit the hardest. Hit by a wave of cases at unforeseen scale and speed, the city of Shanghai was completely locked down for nearly three months — including the entire April and May 2022. Despite the coordinated efforts at the national level, Shanghai did not reopen until early June 2022. Situations in Beijing and Shenzhen were slightly better, but were negatively affected as well.

It is obvious that the Period was full of challenges. With the suspension of non-essential medical services in the cities under lockdown, the demand for IVD products has dropped sharply. It was not uncommon for medical distributors to scale down or temporarily suspend their business.

Being one of the large-scale IVD distributors in the PRC, Yestar made huge efforts to withstand the whirlwind. To support the nationwide efforts against the pandemic, the Group provided reliable supply of necessities and high-quality basic gears to the frontline, showcasing its reliability, as well as the Group’s commitment to corporate social responsibility. As the pandemic became increasingly under control, the Group was quick to restore the disrupted distribution channels, and was able to return to business as soon as possible. The Group has seen business recovery in June 2022, but with lingering cases across cities, the overall environment remains extremely challenging and sluggish.

### BUSINESS OVERVIEW

#### Continuous R&D of house brand IVD products amid the pandemic

Although the resurgence of COVID-19 has affected the Group's business activities across regions, the Guangxi region experienced very limited impact. The Group's plant there was not affected by lockdowns and had the luxury to do business as usual.

With eyes on the Group's long-term development, the Group took this breathing room and continued its R&D efforts by recruiting R&D staff and acquiring equipment and facilities that will drive the development of in-house IVD products. The Group hopes to see the launch of its house brand IVD products by second half of the year, and is optimistic to receive good response with the right marketing efforts. The introduction of house brand is also expected to diversify the Group's revenue stream and improve its profit margins in the medium term.

#### Active discussion on strategic collaborations

The Company has been exploring potential strategic collaborations, with the view that strategic partnerships or investments can create synergies between Yestar's strong distribution and marketing platform, along with the R&D capabilities and other strengths of target companies.

Strategic collaborations will also facilitate the development of the Group's in-house IVD products and bring along other benefits such as pricing power and expanded sales channels, thus allowing it to evolve into a comprehensive solutions provider and potentially tap into international markets.

Due to the impacts of the COVID-19 pandemic, some of these explorations have been delayed, but the Company has continued to make progress. The Company will stay alert and grasp opportunities to achieve long-term growth.

### RESULTS OVERVIEW

During the Period, regular services in hospitals and medical clinics had been put on hold due to lockdowns and the need to combat the resurgence of COVID-19. As a result, the overall demand for IVD reagents and consumables recorded a decrease, leading to a drop in revenue by 15.4% year-over-year ("yoy") to RMB1,966.1 million (six months ended 30 June 2021: RMB2,322.7 million). Gross profit dropped by 34.2% yoy to RMB294.2 million (six months ended 30 June 2021: RMB447.1 million). Gross profit margin of 15.0% (six months ended 30 June 2021: 19.2%) represented a decline of 4.2 p.p., which was primarily attributable to the greater impact of the lockdowns on products with higher margins.

Selling and distribution expenses decreased by 7.6% yoy to RMB132.4 million (six months ended 30 June 2021: RMB143.3 million), as most marketing and traveling activities were suspended under the lockdowns. Administrative expenses increased to RMB161.0 million (six months ended 30 June 2021: RMB157.0 million), mainly due to the additional office lease and the expenses for sorting out the office. Meanwhile, following the successful debt restructuring of the Company which saw a higher coupon rate, finance cost rose to RMB103.1 million (six months ended 30 June 2021: RMB59.0 million). During the Period, the recorded net loss attributable to owners of the Company was RMB165.3 million (six months ended 30 June 2021: RMB111.9 million net profit attributable to owners of the Company). Basic loss per share amounted to RMB7.09 cents (six months ended 30 June 2021: basic earnings per share amounted to RMB4.75 cents). The board of directors has resolved not to declare any interim dividend for the Period (six months ended 30 June 2021: Nil).

## MANAGEMENT DISCUSSION AND ANALYSIS

### Medical Business — 93.7% of Overall Revenue

During the Period, the Group's medical business recorded a segment revenue of RMB1,841.2 million (six months ended 30 June 2021: RMB2,126.4 million), representing a drop of 13.4% yoy. This was mainly due to lockdowns across various cities, which led to the closure of hospitals' non-emergency services and thereby resulted in the decreased demand for IVD consumables. Gross profit margin of the segment also dropped 4.0 p.p. to approximately 16.2% (six months ended 30 June 2021: 20.2%). This was mostly the result of lockdowns, especially those of Shanghai, Shenzhen, Beijing and Jiangsu, where the Group focuses on higher-margin products. On top of that, the overall gross profit margin was dragged further as the Shanghai branches of the Group provided IVD related products to support the local government. This demonstrated the Group's commitment to corporate social responsibility, as though these products had lower margins, they were essential to the efforts against the pandemic.

Lockdowns in most cities were lifted in June 2022. Upon the end of city lockdowns, the Group saw a gradual recovery of some key operating figures. Further recovery is expected.

### Non-medical Business — 6.3% of Overall Revenue

Aside from the medical business segment, the Group's non-medical business mainly consists of manufacturing, marketing, distribution and sale of Fujifilm color photographic paper (professional and minilab) as well as industrial imaging products (NDT x-ray films and PWB films) in the PRC. The Group also manufactures, markets and sells NDT x-ray film under the house brand "Yes!Star". This segment receives a stable demand in the market and hence has generated stable cash flow for the Group in the previous years.

As the resurgence of COVID-19 led to lockdowns, leisure activities and travelling were largely affected. Consequently, the demand for photographic paper has dropped significantly. Further, factory operation was also affected, hence the decreased demand for industrial film products. During the Period, revenue of non-medical businesses was RMB124.8 million (six months ended 30 June 2021: RMB196.3 million), representing a decrease of approximately 36.5% yoy. Despite the challenges, as the sole distributor of Fujifilm colour photographic paper in the PRC, the Group will continue to maintain its business and enhance its close collaboration with Fujifilm to tap into future opportunities.

### OUTLOOK

The effects of the COVID-19 pandemic could be drastic, but it is unlikely that it will deter the Country's long-term economic development, as well as the growth prospect of the IVD industry in the PRC.

Looking into the macroeconomy, while there was no denying on the blow in the second quarter 2022, China was in fact in a position contrary to other major economies. According to KPMG China, it is expected that there will be more favourable policies from the PRC government, along with the successful pandemic control, the PRC should be able to deliver a stable economic growth. Similarly, Invesco expected the PRC's growth to pick up in the second half.

Meanwhile, the PRC IVD market also stayed strong under headwinds. According to a recent research report by Xiangcai Securities, the Country's IVD market of 2022 is expected to record a yoy growth of 17.0% despite the resurgence of cases. The PRC IVD market is expected to continue the momentum, and could grow to RMB288.2 billion in value by 2030. That estimated market size would also represent 33.2% of global consumption, making the PRC the country with the world's largest IVD consumption. In short, the present could be challenging but the future is bright.

### **Efforts to promptly recover from the lockdown**

Despite not being able to achieve sales during lockdown, the Company has been preparing ahead so that it can quickly capture opportunities upon market rebound. Existing client relationships remain strong and well-cultivated. In the meantime, the Group strives to maintain an efficient operation even under uncertainties. The Group will look to further improve its cash conversion cycle, by urging hospitals and other clients to settle payments on the one hand, while negotiating for longer settlement periods with suppliers on the other. The improvement will allow the Group to remain financially flexible, and ready for opportunities should they arise, adding further impetus to its organic growth.

### **Continuous Production Expansion and Realize the Post-COVID-19 Opportunities**

In recent years, the Group has been tirelessly expanding its product offering in order to better serve its clients, as well as to solidify its position as a one-stop shop for medical products. Looking ahead, the Group will continue to explore suitable products from Roche and other reliable brands, and particularly domestic brands, so that it can better capture the market demand. Meanwhile, the Group's house brand development would also add more variety to its product mix, while giving it greater control over its supply chain, opening up new revenue streams, and offering long-term margin enhancement.

In addition, the Group is preparing to capture opportunities in the post-COVID world, by making good use of the expanding installation base of polymerase chain reaction (PCR) testing machine. With the global pandemic, a lot of hospitals and laboratories have introduced the PCR testing machine. The number of professionals that are well-trained in PCR testing have also increased significantly. From an economic viewpoint, that should come with a strong incentive for hospitals to fully utilize the machines, in order to lower their operating cost and boost profitability, especially at a time when medical funding and resources are stretched after the recent waves of COVID-19. By considering the fact that the application of PCR testing machine can go beyond COVID-19 and into other applications such as the diagnosis of cancer and other infectious or chronic diseases, such expanding installation base would lay a solid foundation for Yestar to promote its consumable products, and in turn, generate sustainable cash flow and profit.

### **Explore Overseas Opportunities in the Mid-to-Long-run**

The Group's growing product mix, house brand development, extensive channel resources, and R&D and manufacturing capability are all edges that would facilitate its overseas expansion. As the Group strives to establish its house brand products, such products could be distributed in the Southeast Asian region, essentially diversifying its country-specific risks. To do so, Yestar will explore collaboration opportunities with local partners that have strong channel resources, allowing the Company to acquire clients from new markets, while playing a greater role in the flourishing IVD market.

## MANAGEMENT DISCUSSION AND ANALYSIS

### FINANCIAL REVIEW

#### Liquidity and financial resources

During the Period, the Group finances its daily operation through a combination of net internally-generated funds from operation and borrowings. As at 30 June 2022, the Group had a cash and cash equivalents of approximately RMB355.4 million (31 December 2021: approximately RMB585.2 million). The decrease in cash and cash equivalents was mainly attributable to repayment of cooperation fund from third party of RMB200 million during the Period.

The total interest-bearing bank loans and other borrowings of the Group as at 30 June 2022 was approximately RMB1,745.6 million (31 December 2021: approximately RMB1,576.8 million). Except for the Senior Notes and the secured bank loans of RMB1,333.2 million which are denominated in USD, all borrowings of the Group are principally dominated in Chinese Yuan (RMB), which is the presentation currency of the Group.

#### Current Ratio

As at 30 June 2022, the Group's current ratio was approximately 1.30 (31 December 2021: approximately 1.31), based on total current assets of approximately RMB2,596.6 million and total current liabilities of approximately RMB1,996.4 million.

#### Gearing Ratio

As at 30 June 2022, the Group's gearing ratio was approximately 73.2% (31 December 2021: approximately 56.8%), calculated as the net debt which includes the interest-bearing bank loans and other borrowings less cash and cash equivalents divided by equity attributable to owners of the parent plus net debt at the end of 30 June 2022.

#### Selling and Distribution Expenses

The Group's selling and distribution expenses decreased by about 7.6% from approximately RMB143.3 million for the six months ended 30 June 2021 to approximately RMB132.4 million for the Period, and accounted for approximately 6.2% and 6.7%, respectively, of the Group's revenue for the respective reporting periods. Such decrease was due to the reduction on marketing and traveling activities under the lockdowns.

#### Administrative Expenses

The Group's administrative expenses increased by about 2.5% from approximately RMB157.0 million for the six months ended 30 June 2021 to approximately RMB161.0 million for the Period, and accounted for approximately 6.8% and approximately 8.2%, respectively, of the Group's revenue for the respective reporting periods. Such increase was mainly due to the additional office lease and the expenses for sorting out the office.

#### Finance Costs

The Group's finance costs consisted mainly of interest expenses on Senior Notes, bank loan and other borrowings. The aggregate amount of interest incurred was approximately RMB103.1 million (six months ended 30 June 2021: approximately RMB59.0 million) for the Period.

For the Period, interest rates of the interest-bearing loans and Senior Notes ranged from 2.3% to 12.1%, while those for the six months ended 30 June 2021 ranged from 2.85% to 7.43%.

## MANAGEMENT DISCUSSION AND ANALYSIS

### Foreign Exchange Exposure

Most of the revenue-generating operations of the Group were transacted in Chinese Yuan which is the presentation currency of the Group. For the Period, the Group was exposed to foreign currency risk arising from the purchase of US dollars, senior notes in US dollars and secured bank loans in US dollars.

During the Period, the Group did not enter into any agreement to hedge our currency exposure and will continue to closely monitor its foreign exchange exposure to minimize the exchange risk.

### Capital Structure

During the Period, there has been no change in capital structure of the Company. The capital of the Company comprises ordinary shares and capital reserves. The Group finances its working capital requirements through a combination of funds generated from operations and bank borrowings.

### Employees and Remuneration Policies

As at 30 June 2022, the Group had a total of 954 employees (six months ended 30 June 2021: 1,054 employees), including Directors. Total staff costs (including Directors' emoluments) were approximately RMB120.2 million for the Period (six months ended 30 June 2021: approximately RMB113.9 million). Remuneration is determined with reference to market norms and individual employees' performance, qualification and experience.

On top of basic salaries, bonuses may be paid by reference to the Group's performance as well as individual's performance. Other staff benefits include provision of welfare schemes covering pension insurance, unemployment insurance, maternity insurance, injury insurance, medical insurance, and central pension scheme.

Since the contribution to the pension schemes and for the Period, there was no contributions forfeited by the Group (31 December 2021: Nil) on behalf of its employees who leave the plan prior to vesting fully in such contribution, nor had there been any utilization of such forfeited contributions to reduce future contributions.

As at 30 June 2022, no forfeited contributions were available for utilization by the Group to reduce the existing level of contributions as described in paragraph 26(2) of Appendix 16 to the Listing Rules.

### Significant Investments held

Except for investment in subsidiaries, the Group did not hold any significant investment in equity interest in any other company during the Period.

### Securities Investments

The Group did not have any securities investment in any investee company with a value of 5% or more of the total assets of the Group as at 30 June 2022, which is required to be disclosed under the Listing Rules.

### Future Plans for Material Investments and Capital Assets

The Group did not have any other plans for material investments and capital assets as at 30 June 2022.

### Material acquisitions and disposals of subsidiaries and affiliated companies

The Group did not have any material acquisitions and disposals of subsidiaries and affiliated companies during the Period.

## MANAGEMENT DISCUSSION AND ANALYSIS

### Guarantee Performance in relation to the Acquisitions

Save as disclosed above, the Group did not enter into any acquisition, which is required to be disclosed under the Listing Rules, that the party in contract required to commit or guarantee on the financial performance in any kinds for the Period.

### Charges of assets

As at 30 June 2022, certain of the Group's buildings with a carrying amount of approximately RMB57,397,000 (31 December 2021: RMB85,506,000) were pledged to secure banking loans granted to the group. The shares of Yestar Asia Company Limited and Yestar International (HK) Company Limited, two wholly-owned subsidiaries of the Company, were pledged to the holders of all senior notes issued by the Company.

In addition, the following was the pledge of assets as at 30 June 2022:

- (i) the Group's bank loans of RMB68,456,000 were secured by the pledge of the Group's building.
- (ii) the Group's bank loans of RMB132,000,000 were guaranteed by a non-controlling shareholder or the Company's subsidiaries.
- (iii) As at 30 June 2022, the Group's bank loans of RMB10,000,000 were guaranteed by local government.

### Contingent liabilities

The Group did not have any material contingent liabilities as at 30 June 2022 (31 December 2021: Nil).

Save as disclosed and up to the date of this report, there was no other significant event relevant to the business and financial performance of the Group that has come to the attention of the Directors after the Period.

### **PROFIT GUARANTEE IN RELATION TO ACQUISITION OF 70% EQUITY INTEREST IN SHENZHEN DE RUN LI JIA COMPANY LTD (“DERUNLIJIA”)**

Reference is made to (i) the announcement of Yestar Healthcare Holdings Company Limited (the “Company”) dated 27 October 2016 in relation to, among others, the acquisition of 70% equity interest in Shenzhen De Run Li Jia Company Ltd (“Derunlijia”); (ii) the annual report of the Company for the years ended 31 December 2019 to 2021; and (iii) the announcements of the Company (collectively, the “Announcements”) dated 27 March 2020, 24 April 2020, 26 August 2020, 7 April 2021, 30 August 2021 and 30 March 2022, respectively in relation to, among others, the non-fulfilment of the annual guarantee profit of Derunlijia for the year ended 31 December 2019 and the related Compensation Amount. Unless otherwise stated herein, capitalized terms used herein shall have the same meanings as those defined in the Announcements.

As disclosed in the Announcements, as the actual net profit achieved by Derunlijia for the year ended 31 December 2019 was less than the annual guarantee profit, the Vendors of Derunlijia are obliged to compensate and settle the Compensation Amount of approximately RMB9.76 million to the purchaser pursuant to the share transfer agreement. However, no payment was made since then and the Group has commenced an arbitration procedure in the Court of International Arbitration in September 2021.

Up to the date of this report, there were 2 arbitration hearings among parties held and further statements of fact as well as supporting documents for reasoning have been submitted to Court of International Arbitration for consideration. Due to the lockdown in Shanghai for nearly three months including April 2022 and May 2022 as well as the subsequent lingering pandemic that continued to affect the full-scale resumption of business operation and production in Shanghai, the arbitration award has been postponed and there was no conclusion made by the Court of International Arbitration. The arbitration award is estimated to be entered in October 2022.

The Company will keep the shareholders and potential investors of the Company informed of any further significant development in relation to the progress and amount, if any, of the payment of the Compensation Amount by the Vendors of Derunlijia as and when appropriate.

The Directors of the Company also confirmed that there is no change to the terms of guarantee as stated in the share transfer agreement of Derunlijia since its execution up to the date of this announcement.

### **Memorandum of Understanding**

During the Period, the Company and a potential investor entered into the non-legally binding memorandum of understanding, pursuant to which the Company intends to allot and issue, and the potential investor intends to subscribe for, the subscription shares. The exact number of shares to be allotted and issued is subject to further negotiation between the Company and the potential investor, but not less than 30% of the issued share capital of the Company as enlarged by the allotment and issuance of subscription shares.

## OTHER INFORMATION

On 23 August 2022 (after trading hours), the Company and the potential investor entered into a termination agreement to terminate the memorandum of understanding and the possible subscription as the parties have not reached a consensus on the key terms in relation to the possible subscription after negotiation. For details, please refer to the Company's announcements dated 8 April 2022, 6 May 2022, 6 June 2022, 28 June 2022, 28 July 2022 and 23 August 2022.

### INTERIM DIVIDEND

The Board has resolved not to declare any interim dividend for the Period (six months ended 30 June 2021: Nil).

### SHARE OPTION SCHEME

Pursuant to the written resolutions passed by all the shareholders of the Company on 18 September 2013, the Company has conditionally adopted the Share Option Scheme.

### Purpose of the Scheme Option Scheme

The purpose of the Share Option Scheme is to provide the Company with a flexible means of giving incentive to, rewarding, remunerating, compensating and/or providing benefits to the Participants and for such other purposes as our Board may approve from time to time.

### Participants under the Share Option Scheme

Participants under the Share Option Scheme include the following:

- 2.1 any director, chief executive or employee (whether full-time or part-time) of each member of our Group;
- 2.2 any discretionary objects of a discretionary trust established by any director, chief executive or employee (whether full time or part time) of each member of our Group;
- 2.3 a company beneficially owned by any director, chief executive or employee (whether full time or part time) of each member of our Group;
- 2.4 any consultant, professional and other adviser to each member of our Group (including their employees, partners, directors or executives or any persons, firms or companies proposed to be appointed for providing such services); and
- 2.5 any director, chief executive or employee (whether full-time or part-time) of Capital Group Pte. Ltd. and its subsidiaries from time to time.

### Principal terms of the Share Option Scheme

The Share Option Scheme was adopted for a period of 10 years commencing from 18 September 2013 and will remain in force until 17 September 2023. The Company may by resolution in general meeting or the Board may at any time terminate the operation of the Share Option Scheme and in such event no further Options will be offered but in all other respects the provisions of the Share Option Scheme shall remain in full force and effect to the extent necessary to give effect to the exercise of any Options granted prior thereto or otherwise as may be required in accordance with the provisions of the Share Option Scheme, and Options which are granted prior to such termination shall continue to be valid and exercisable in accordance with the provisions of the Share Option Scheme and their terms of issue.

The share options are exercisable at any time during period of not more than 10 years from the date of grant, subject to the terms and conditions of the Share Option Scheme, or any conditions stipulated by the Board of Directors.

The subscription price in respect of each Share issued pursuant to the exercise of options granted shall be a price solely determined by the Board and notified to a Participant and shall be at least the highest of:

- (a) the closing price of the Shares as stated in the Stock Exchange's daily quotations sheet on the offer date, which must be a Business Day;
- (b) a price being the average of the closing prices of the Shares as stated in the Stock Exchange's daily quotations sheets for the five business days immediately preceding the offer date; and
- (c) the nominal value of a Share.

An offer must be made on a business day and shall remain open for acceptance by the participant to whom an offer is made for a period from the date of the offer to such date as our Board may determine and specify in the offer Letter (both days inclusive), provided that no such offer shall be open for acceptance after the 10th anniversary from the adoption date or after the Share Option Scheme has been terminated in accordance with the provisions hereof, whichever is earlier.

Upon acceptance of the options, the grantee shall pay HK\$1.00 to the Company as consideration for the grant. The acceptance of an offer of the grant of the option must be made within the date as specified in the offer letter issued by the Company. The exercise period of any option granted under the Share Option Scheme shall not be longer than ten years commencing on the date of grant and expiring on the last day of such ten-year period subject to the provisions for early termination as contained in the Share Option Scheme.

An offer shall be deemed to have been accepted by the Grantee and to have taken effect when the duplicate of the Offer Letter comprising acceptance of the offer duly signed by the grantee together with a remittance in favor of our Company of HK\$1.00 by way of consideration for the granting thereof is received by our Company within the acceptance period as specified in the offer letter, and the option to which the offer relates shall be deemed to have been granted on the offer date.

The total number of Shares which may be issued upon exercise of all options to be granted under the Share Option Scheme and any other share option scheme of the Company shall not in aggregate exceed 10% of the total number of Shares in issue immediately following completion of the Global Offering but without taking into account any Shares to be issued upon exercise of the over-allotment option, unless the Company obtains an approval from our shareholders in general meeting for refreshing the 10% limit.



## OTHER INFORMATION

As at the date of this report, the number of issued Shares of the Company is 2,331,590,000 Shares and total number of shares issued or to be issued under the Share Option Scheme of the Company is 186,750,000, representing about 8.0% of the existing issued Shares if all the options under the Share Option Scheme have been granted to and duly exercised by eligible persons.

The total number of Shares issued and to be issued upon exercise of the options granted to each Participant (including both exercised and outstanding Options) in any 12-month period shall not exceed 1% of the total number of Shares in issue. Any further grant of options in excess of this 1% limit must be separately approved by the shareholders of the Company in general meeting with such Participant and his associates abstaining from voting.

Where options are proposed to be granted to a substantial Shareholder or an independent non-executive Director or any of their respective associates, and the proposed grant of options will result in the total number of Shares issued and to be issued upon exercise of all options already granted and to be granted (including options exercised, cancelled and outstanding) to such person in the twelve-month period up to and including the date of such grant representing in aggregate over 0.1% of the issued share capital of our Company and having an aggregate value, based on the closing price of the Shares at the date of each grant, in excess of HK\$5 million, such grant of options must be subject to the approval of the Shareholders at general meeting. The grantee involved in such proposed grant of options, his associates and all core connected persons of our Company must abstain from voting in such general meeting (except that any such persons may vote against the proposed grant provided that his intention to do so has been stated in the relevant circular to the Shareholders).

As at 30 June 2022, no option has been granted by the Company to subscribe for shares of the Company.

### **DIRECTORS' RIGHTS TO ACQUIRE SHARES OR DEBENTURES**

Apart from the aforesaid Share Option Scheme, at no time during the Period was the Company or any associated corporation a party to any arrangement to enable the Directors to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate, and none of the Directors, or their spouses or children under the age 18, had any right to subscribe for the shares in, or debentures of, the Company, or had exercise any such rights.

### **EQUITY-LINKED AGREEMENTS**

Other than the Share Option Scheme, no equity-linked agreements that will or may result in the Company issuing shares or that require the Company to enter into any agreements that will or may result in the Company issuing shares were entered into by the Company during the Period or subsisted at the end of the Period.

### **DIRECTORS' INTERESTS IN TRANSACTIONS, ARRANGEMENTS AND CONTRACTS**

Save as disclosed in note 13 to the financial statements, there is no transactions, arrangements or contracts that is significant in relation to the Group's business to which the Company or any of its subsidiaries was a party and in which a Director or an entity connected with a Director had, directly or indirectly, a material interest subsisted at the end of the Period or at any time during the Period.

### **RELATED-PARTY TRANSACTIONS**

Details of the significant related-party transactions undertaken in the normal course of business are set out in note 13 to the financial statements, and none of which constitutes a discloseable “connected transaction” or “continuing connected transactions” as defined under the Listing Rules.

### **CONNECTED TRANSACTION/CONTINUING CONNECTED TRANSACTION**

Save for the related party transactions below, during the Period, the Group did not conduct any connected transaction and/or continuing connected transaction which was required to be disclosed under the Listing Rules.

### **COMPETITION AND CONFLICT OF INTERESTS**

Save as disclosed above and except for the interests in the Group, none of the Directors, the controlling shareholders or substantial shareholders of the Company or any of their respective associates has engaged in any business that competes or may compete with the business of the Group or has any other conflict of interests with the Group during the Period.

## OTHER INFORMATION

### DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS OR SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES

As at 30 June 2022, the interests and short positions of the Directors and chief executives of the Company in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meanings of Part XV of the Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong) (the "SFO")) which were 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 any such director or chief executive is taken or deemed to have under such provision of the SFO) or which were required pursuant to Section 352 of the SFO, to be entered in the register of members of the Company, or which were required, pursuant to standard of dealings by Directors as referred to the Listing Rules, to be notified to the Company and the Stock Exchange were as follows:

#### Long positions in ordinary shares of the Company

Name of director	Interests in ordinary shares			Total interests in ordinary shares	Total interests in underlying shares	Aggregate interests	Approximate percentage of shareholding in the Company
	Personal interests	Family interests	Corporate interests				
Hartono James	598,662,500	—	20,000,000 (Note 1)	618,662,500	—	618,662,500 (Note 2)	26.53%

#### Notes:

- 20,000,000 shares were beneficially owned by Amrosia Investments Limited, a company wholly-owned by Mr. Hartono James.
- Out of 618,662,500 shares, 217,520,000 shares are beneficially owned by Mr. Hartono James and had been pledged to a financial institution as pledgee to secure a loan granted to Mr. Hartono James.

Save as disclosed above, as at 30 June 2022, none of the Directors and chief executive of the Company had any other 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 the SFO) which were 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 which were required, pursuant to Section 352 of the SFO, to be entered in the register referred to therein, or which were required, pursuant to the Listing Rules relating to the required standard of dealings by the directors to be notified to the Company and the Stock Exchange.

## SUBSTANTIAL SHAREHOLDERS' INTERESTS AND/OR SHORT POSITION IN SHARES AND UNDERLYING SHARES OF THE COMPANY

So far as is known to the Directors, as at 30 June 2022, the following persons (not being a Director or chief executive of the Company) who had interests or short positions in the shares or underlying shares of

the Company which would fall to be disclosed to the Company under provision of Divisions 2 and 3 of Part XV of the SFO, or which were recorded in the register required to be kept by the Company under Section 336 of the SFO, or who is directly or indirectly interested in 5% or more of any class of issued voting shares carrying rights to vote in all circumstances at general meetings of any member of the Group:

### Long positions in the shares of the Company

Name of shareholders	Capacity	Number of shares held	Approximate percentage of shareholding in the Company
Hartono Jeane	Beneficial owner	391,870,000	16.80%
Hartono Rico	Beneficial owner	265,810,000	11.40%
FUJIFILM Corporation*	Beneficial owner	230,000,000	9.86%
Li Bin	Beneficial owner	164,600,600	7.06%

\* FUJIFILM Corporation is a wholly-owned subsidiary of FUJIFILM Holdings Corporation, which is therefore deemed to be interested in the 230,000,000 Shares held by FUJIFILM Corporation under the SFO.

Save as disclosed under the sections headed "Directors' and chief executives' interests or short positions in shares, underlying shares and debentures" and "Substantial shareholders' interests and/or short position in shares and underlying shares of the Company" which is discloseable under Divisions 2 and 3 of Part XV of the SFO above, as at 30 June 2022, no other person was individually and/or collectively entitled to exercise or control the exercise of 5% or more of the voting power at general meeting of the Company and was able, as a practical matter, to direct or influence the management of the Company.

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

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

## CODE OF CONDUCT FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers contained in Appendix 10 to the Listing Rules (the "Model Code") as its own code of conduct for dealing in securities of the Company by the Directors, which is also applicable to its employees who are likely to possess unpublished inside information (the "Relevant Employees").



## OTHER INFORMATION

Specific enquiries have been made with all Directors and Relevant Employees and, all of them have confirmed in writing that they have complied with the required standard set out in the Model Code regarding their securities transactions for the Period.

### CORPORATE GOVERNANCE PRACTICES

The Board believes that good corporate governance is one of the areas leading to the success of the Company and balancing the interests of shareholders, customers and employees, and the Board is devoted to ongoing enhancement of the efficiency and effectiveness of such principles and practices.

During the Period, the Board consider that the Company has complied with all the corporate governance codes (the “CG Code”) as set out in Appendix 14 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“Listing Rules”), save for the following:

Under Code Provision C.2.1 of the CG Code, the roles of the chairman and chief executive officer should be separate and should not be performed by the same individual. The positions of Chairman of the Board and Chief Executive Officer (“CEO”) of the Company are both currently carried on by Mr. Hartono James. The Board considers that the structure currently operated by the Company does not undermine the balance of power and authority between the Board and the management. The Board members have considerable experience and qualities

which they bring to the Company and the Board believes that it is able to ensure that the balance of power between the Board and the management is not impaired. The Board believes that having the same person performing the roles of both Chairman and CEO does provide the Group with strong and consistent leadership and that, operating in this manner allows for more effective and efficient overall strategic planning of the Group.

On the date of this report, Mr. Hartono James has tendered his resignation as the chief executive officer of the Company; while Ms. Liao Changxiang, an executive director, has been appointed as the chief executive officer of the Company. Upon the change, the Company has complied with all code provisions as set out in Appendix 14 to the Listing Rules since the roles of the chairman and chief executive are not performed by the same individual.

### UPDATE ON DIRECTORS’ INFORMATION

Pursuant to Rule 13.51B(1) of the Listing Rules, the change of Directors’ information of the Company up to the date of this report is as follows:

The monthly salary of Ms. Liao Changxiang, an executive Director, increased from RMB72,250 to RMB85,000 since 24 August 2022.

Save for the information disclosed above, there is no other information required to be disclosed pursuant to Rule 13.51B(1) of the Listing Rules.

### AUDIT COMMITTEE

The audit committee of the Company was established in compliance with Rules 3.21 and 3.22 of the Listing Rules and with written terms of reference in compliance with the relevant CG Code, its revised which are available on the websites of the Company and the Stock Exchange.

The responsibility of the audit committee is to assist the Board in fulfilling its audit duties through the review and supervision of the Company's financial reporting system, risk management and internal control systems, and to provide advice and comments to the Board. The members meet regularly with the external auditor and/or the Company's senior management for the review, supervision and discussion of the Company's financial reporting, risk management and internal control systems and ensure that the management has discharged its duty to have an effective risk management and internal control systems.

The audit committee comprises three independent non-executive Directors, namely Dr. Hu Yiming (Chairman of the audit committee), Mr. Zeng Jinsong and Mr. Sutikno Liky.

The interim results of the Group for the Period are unaudited but have been reviewed by the audit committee of the Company, which is of the opinion that the preparation of the interim financial information of the Group complied with the applicable accounting principles and standard, practices adopted by the Group, the Stock Exchange and legal requirements, and that adequate disclosures have been made.

# INTERIM CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS

For the six months ended 30 June 2022

	Notes	2022 (Unaudited) RMB'000	2021 (Unaudited) RMB'000
<b>REVENUE</b>	4	1,966,063	2,322,702
Cost of sales		(1,671,899)	(1,875,636)
Gross profit		294,164	447,066
Other income and gains		17,462	70,004
Selling and distribution expenses		(132,410)	(143,290)
Administrative expenses		(160,984)	(157,000)
Impairment losses on financial assets		(6,741)	(6,542)
Other expenses		(124,576)	(3,363)
Finance costs		(103,054)	(59,045)
Share of profit of an associate		7,891	5,894
<b>(LOSS)/PROFIT BEFORE TAX</b>	5	(208,248)	153,724
Income tax credit/(expense)	6	24,192	(32,847)
<b>(LOSS)/PROFIT FOR THE PERIOD</b>		(184,056)	120,877
<b>Attributable to:</b>			
Owners of the parent		(165,284)	111,905
Non-controlling interests		(18,772)	8,972
		(184,056)	120,877
<b>(LOSS)/EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT</b>			
Basic and diluted			
— For (loss)/profit for the period	8	RMB(7.09) cents	RMB4.75 cents

# INTERIM CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the six months ended 30 June 2022

	2022 (Unaudited) RMB'000	2021 (Unaudited) RMB'000
<b>(LOSS)/PROFIT FOR THE PERIOD</b>	(184,056)	120,877
<b>OTHER COMPREHENSIVE (LOSS)/INCOME</b>		
Other comprehensive (loss)/income that may be reclassified to profit or loss in subsequent periods:		
Exchange differences:		
Exchange differences on translation of foreign operations	(60,322)	14,352
<b>Net other comprehensive (loss)/income that may be reclassified to profit or loss in subsequent periods</b>	(60,322)	14,352
<b>OTHER COMPREHENSIVE (LOSS)/INCOME FOR THE PERIOD, NET OF TAX</b>	(60,322)	14,352
<b>TOTAL COMPREHENSIVE (LOSS)/INCOME FOR THE PERIOD</b>	(244,378)	135,229
<b>Attributable to:</b>		
Owners of the parent	(225,606)	126,257
Non-controlling interests	(18,772)	8,972
	(244,378)	135,229

# INTERIM CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

30 June 2022

	Notes	30 June 2022 (Unaudited) RMB'000	31 December 2021 (Audited) RMB'000
<b>NON-CURRENT ASSETS</b>			
Property, plant and equipment	9	183,206	193,238
Right-of-use assets		284,050	266,684
Goodwill		418,627	420,067
Other intangible assets		660,266	820,109
Investment in an associate		21,132	13,241
Deferred tax assets		26,506	21,762
<b>Total non-current assets</b>		<b>1,593,787</b>	<b>1,735,101</b>
<b>CURRENT ASSETS</b>			
Inventories		469,247	366,686
Trade and bills receivables	10	1,460,969	1,590,861
Prepayments, other receivables and other assets		294,380	279,262
Pledged deposits		16,580	1,812
Cash and cash equivalents		355,405	585,159
<b>Total current assets</b>		<b>2,596,581</b>	<b>2,823,780</b>
<b>CURRENT LIABILITIES</b>			
Trade and bills payables	11	686,458	657,316
Other payables and accruals	12	501,982	757,048
Interest-bearing bank and other borrowings		557,264	458,815
Lease liabilities		92,634	83,455
Contract liabilities		56,531	74,874
Tax payable		101,560	129,482
<b>Total current liabilities</b>		<b>1,996,429</b>	<b>2,160,990</b>
<b>NET CURRENT ASSETS</b>		<b>600,152</b>	<b>662,790</b>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		<b>2,193,939</b>	<b>2,397,891</b>

## INTERIM CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

30 June 2022

Notes	30 June 2022 (Unaudited) RMB'000	31 December 2021 (Audited) RMB'000
<b>NON-CURRENT LIABILITIES</b>		
Interest-bearing bank and other borrowings	1,188,299	1,117,960
Lease liabilities	139,700	130,194
Deferred tax liabilities	187,309	227,249
Other long term payables	92,884	90,454
	12	
Total non-current liabilities	1,608,192	1,565,857
Net assets	585,747	832,034
<b>EQUITY</b>		
<b>Equity attributable to owners of the parent</b>		
Share capital	46,576	46,576
Reserves	462,451	708,649
	509,027	755,225
Non-controlling interests	76,720	76,809
Total equity	585,747	832,034

**Liao Changxiang**  
Director

**Wang Hong**  
Director

# INTERIM CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 30 June 2022

	Attributable to owners of the parent												
	Share capital RMB'000	Share premium account RMB'000	Contributed surplus RMB'000	Put-options written on non- controlling interests RMB'000	Statutory reserve fund RMB'000	Other reserve RMB'000	Retained profits RMB'000	Exchange fluctuation reserve RMB'000	Non-		Total equity RMB'000		
									controlling			Total	interests
									RMB'000				
At 1 January 2022 (audited)	46,576	766,062	84,991	(669,535)	219,534	(227,932)	456,081	79,448	755,225	76,809	832,034		
Loss for the period	—	—	—	—	—	—	(165,284)	—	(165,284)	(18,772)	(184,056)		
Other comprehensive loss for the period: Exchange differences on translation of foreign operations	—	—	—	—	—	—	—	(60,322)	(60,322)	—	(60,322)		
Total comprehensive loss for the period	—	—	—	—	—	—	(165,284)	(60,322)	(225,606)	(18,772)	(244,378)		
Dividend paid to non-controlling shareholders	—	—	—	—	—	—	—	—	—	(720)	(720)		
Payables to non-controlling interests	—	—	—	(20,592)	—	—	—	—	(20,592)	19,403	(1,189)		
At 30 June 2022 (unaudited)	46,576	766,062	84,991	(690,127)	219,534	(227,932)	290,797	19,126	509,027	76,720	585,747		

## INTERIM CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 30 June 2022

	Attributable to owners of the parent											Total equity RMB'000
	Share capital RMB'000	Treasury shares RMB'000	Share premium account RMB'000	Contributed surplus RMB'000	Put-options written on non-controlling interests RMB'000	Statutory reserve fund RMB'000	Other reserve RMB'000	Retained profits RMB'000	Exchange fluctuation reserve RMB'000	Total RMB'000	Non-controlling interests RMB'000	
At 1 January 2021 (audited)	47,088	—	787,947	84,991	(650,174)	187,817	(227,932)	484,471	42,830	757,038	98,718	855,756
Profit for the period	—	—	—	—	—	—	—	111,905	—	111,905	8,972	120,877
Other comprehensive income for the period:												
Exchange differences on translation of foreign operations	—	—	—	—	—	—	—	—	14,352	14,352	—	14,352
Total comprehensive income for the period	—	—	—	—	—	—	—	111,905	14,352	126,257	8,972	135,229
Shares repurchased	(180)	(1,849)	(8,177)	—	—	—	—	—	—	(10,206)	—	(10,206)
Dividend paid to non-controlling shareholders	—	—	—	—	—	—	—	—	—	—	(14,400)	(14,400)
Payables to non-controlling interests	—	—	—	—	(7,304)	—	—	—	—	(7,304)	7,304	—
At 30 June 2021 (unaudited)	46,908	(1,849)	779,770	84,991	(657,478)	187,817	(227,932)	596,376	57,182	865,785	100,594	966,379

# INTERIM CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

For the six months ended 30 June 2022

Notes	2022 (Unaudited) RMB'000	2021 (Unaudited) RMB'000
<b>CASH FLOWS (USED IN)/FROM OPERATING ACTIVITIES</b>		
(Loss)/Profit before tax	(208,248)	153,724
Adjustments for:		
Finance costs	103,054	59,045
Impairment of inventories	17,253	9,465
Impairment of financial assets	5 6,741	6,542
Impairment of goodwill	5 1,440	—
Impairment of other intangible assets	5 114,389	—
Exchange (gain)/loss	(409)	1,816
Interest income	(1,700)	(1,539)
Gain on repayment of senior notes	—	(35,158)
Net gain on financial assets at fair value through profit or loss	—	(27)
Share of profit of an associate	(7,891)	(5,894)
Depreciation of property, plant and equipment	5 19,077	16,526
Depreciation of right-of-use assets	5 58,121	47,714
Amortisation of other intangible assets	5 45,454	47,851
Gain on disposal of items of property, plant and equipment	5 (54)	(169)
	147,227	299,896
Decrease/(increase) in trade and bills receivables	123,151	(79,609)
Increase in prepayments, other receivables and other assets	(10,698)	(67,328)
(Increase)/decrease in inventories	(119,814)	1,311
Increase in trade and bills payables	29,142	183,871
Decrease in other payables and accruals	(246,342)	(62,156)
(Decrease)/increase in contract liabilities	(18,343)	3,647
Decrease in pledged deposits for issuance of bank acceptance notes	(15,000)	—
Decrease in frozen deposits	112	—
Cash generated from operations	(110,565)	279,632
Income tax paid	(48,414)	(59,034)
<b>NET CASH FLOWS (USED IN)/FROM OPERATING ACTIVITIES</b>	<b>(158,979)</b>	<b>220,598</b>

## INTERIM CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

For the six months ended 30 June 2022

	2022 (Unaudited) RMB'000	2021 (Unaudited) RMB'000
<b>CASH FLOWS USED IN INVESTING ACTIVITIES</b>		
Purchases of items of property, plant and equipment	(14,189)	(31,039)
Addition to other intangible assets	—	(337)
Proceeds from disposal of items of property, plant and equipment	5,198	1,781
Purchase of financial assets at fair value through profit and loss	—	(231,700)
Proceeds from disposal of financial assets at fair value through profit and loss	—	231,727
<b>NET CASH FLOWS USED IN INVESTING ACTIVITIES</b>	<b>(8,991)</b>	<b>(29,568)</b>
<b>CASH FLOWS USED IN FINANCING ACTIVITIES</b>		
New bank and other borrowings	261,760	244,705
Repayment of bank and other borrowings	(228,082)	(260,282)
Decrease in pledged deposits for bank borrowings	120	13,201
Acquisition of a non-controlling interest	—	(33,750)
Principal portion of lease payments	(56,802)	(47,787)
Repurchase of shares	—	(10,206)
Dividend paid to non-controlling interests of subsidiaries	(11,220)	(107,400)
Interest paid	(27,840)	(58,659)
<b>NET CASH FLOWS USED IN FINANCING ACTIVITIES</b>	<b>(62,064)</b>	<b>(260,178)</b>
<b>NET DECREASE IN CASH AND CASH EQUIVALENTS</b>	<b>(230,034)</b>	<b>(69,148)</b>
Cash and cash equivalents at beginning of period	585,159	572,348
Effect of foreign exchange rate changes, net	280	(223)
<b>CASH AND CASH EQUIVALENTS AT END OF PERIOD</b>	<b>355,405</b>	<b>502,977</b>
<b>ANALYSIS OF BALANCES OF CASH AND CASH EQUIVALENTS</b>		
Cash and bank balances	371,985	504,881
Pledged deposits	(16,580)	(1,904)
<b>CASH AND CASH EQUIVALENTS AS STATED IN THE STATEMENT OF CASH FLOWS</b>	<b>355,405</b>	<b>502,977</b>

# NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

30 June 2022

## 1. CORPORATE INFORMATION

Yestar Healthcare Holdings Company Limited (the “Company”) was incorporated in the Cayman Islands on 1 February 2012 as an exempted company with limited liability under the Companies Law, Chapter 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands. The registered office address of the Company is Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman, KY1-1111, Cayman Islands. In the opinion of the directors, the Company’s ultimate controlling shareholders are Jeane Hartono, Rico Hartono, James Hartono and Chen Chen Irene Hartono.

The Company’s shares have been listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) since 11 October 2013 (the “Listing”).

The Company is an investment holding company. During the six months ended 30 June 2022 (the “Period”), the Company’s subsidiaries were involved in the following principal activities:

- manufacture and sale of color photographic paper, industrial NDT x-ray films and PWB films, and trading of imaging equipment; and
- manufacture and sale of medical dry films, medical wet films and dental films, and distribution of medical equipment and diagnostic reagents.

## 2. BASIS OF PREPARATION AND CHANGES TO THE GROUP’S ACCOUNTING POLICIES

### 2.1 BASIS OF PREPARATION

The interim condensed consolidated financial information for the six months ended 30 June 2022 has been prepared in accordance with IAS 34 *Interim Financial Reporting*. The interim condensed consolidated financial information does not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the Group’s annual consolidated financial statements for the year ended 31 December 2021.

### 2.2 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES

The accounting policies adopted in the preparation of the interim condensed consolidated financial information are consistent with those applied in the preparation of the Group’s annual consolidated financial statements for the year ended 31 December 2021, except for the adoption of the following revised International Financial Reporting Standards (“IFRSs”) for the first time for the current period’s financial information.

Amendments to IFRS 3  
Amendment to IAS 16

Amendments to IAS 37  
*Annual Improvements to IFRSs*  
2018–2020

*Reference to the Conceptual Framework*  
*Property, Plant and Equipment: Proceeds before Intended Use*  
*Onerous Contracts — Cost of Fulfilling a Contract*  
*Amendments to IFRS 1, IFRS 9, IFRS 16, Illustrative Examples accompanying and IAS 41*

## 2. BASIS OF PREPARATION AND CHANGES TO THE GROUP'S ACCOUNTING POLICIES (CONTINUED)

### 2.2 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES (continued)

The nature and impact of the revised IFRSs are described below:

- (a) Amendments to IFRS 3 replace a reference to the previous *Framework for the Preparation and Presentation of Financial Statements* with a reference to the *Conceptual Framework for Financial Reporting* issued in June 2018 without significantly changing its requirements. The amendments also add to IFRS 3 an exception to its recognition principle for an entity to refer to the *Conceptual Framework* to determine what constitutes an asset or a liability. The exception specifies that, for liabilities and contingent liabilities that would be within the scope of IAS 37 or IFRIC-Int 21 if they were incurred separately rather than assumed in a business combination, an entity applying IFRS 3 should refer to IAS 37 or IFRIC-Int 21 respectively instead of the *Conceptual Framework*. Furthermore, the amendments clarify that contingent assets do not qualify for recognition at the acquisition date. The Group has applied the amendments prospectively to business combinations that occurred on or after 1 January 2022. As there were no contingent assets, liabilities and contingent liabilities within the scope of the amendments arising in the business combination that occurred during the period, the amendments did not have any impact on the financial position and performance of the Group.
- (b) Amendments to IAS 16 prohibit an entity from deducting from the cost of an item of property, plant and equipment any proceeds from selling items produced while bringing that asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Instead, an entity recognises the proceeds from selling any such items, and the cost of those items, in profit or loss. The Group has applied the amendments retrospectively to items of property, plant and equipment made available for use on or after 1 January 2021. Since there was no sale of items produced while making property, plant and equipment available for use on or after 1 January 2021, the amendments did not have any impact on the financial position or performance of the Group.
- (c) Amendments to IAS 37 clarify that for the purpose of assessing whether a contract is onerous under IAS 37, the cost of fulfilling the contract comprises the costs that relate directly to the contract. Costs that relate directly to a contract include both the incremental costs of fulfilling that contract (e.g., direct labour and materials) and an allocation of other costs that relate directly to fulfilling that contract (e.g., an allocation of the depreciation charge for an item of property, plant and equipment used in fulfilling the contract as well as contract management and supervision costs). General and administrative costs do not relate directly to a contract and are excluded unless they are explicitly chargeable to the counterparty under the contract. The Group has applied the amendments prospectively to contracts for which it has not yet fulfilled all its obligations at 1 January 2022 and no onerous contracts were identified. Therefore, the amendments did not have any impact on the financial position or performance of the Group.

## 2. BASIS OF PREPARATION AND CHANGES TO THE GROUP'S ACCOUNTING POLICIES (CONTINUED)

### 2.2 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES (continued)

The nature and impact of the revised IFRSs are described below: (continued)

- (d) *Annual Improvements to IFRSs 2018–2020* sets out amendments to IFRS 1, IFRS 9, Illustrative Examples accompanying IFRS 16, and IAS 41. Details of the amendments that are applicable to the Group are as follows:

IFRS 9 *Financial Instruments*: clarifies the fees that an entity includes when assessing whether the terms of a new or modified financial liability are substantially different from the terms of the original financial liability. These fees include only those paid or received between the borrower and the lender, including fees paid or received by either the borrower or lender on the other's behalf. The Group has applied the amendment prospectively to financial liabilities that are modified or exchanged on or after January 2022. As there was no modification of the Group's financial liabilities during the period, the amendment did not have any impact on the financial position or performance of the Group.

IFRS 16 *Leases*: removes the illustration of payments from the lessor relating to leasehold improvements in Illustrative Example 13 accompanying IFRS 16. This removes potential confusion regarding the treatment of lease incentives when applying IFRS 16.

## 3. OPERATING SEGMENT INFORMATION

For management purposes, the Group is organised into business units based on their products and services and has two reportable operating segments as follows:

- (a) Imaging printing products: manufacture and sale of color photographic paper, industrial NDT x-ray films and PWB films, and trading of imaging equipment; and
- (b) Medical products and equipment: manufacture and sale of medical dry films, medical wet films and dental films, and distribution of medical equipment and diagnostic reagents.

Management monitors the results of the Group's operating segments separately for the purpose of making decisions about resources allocation and performance assessment. Segment performance is evaluated based on reportable segment profit, which is a measure of adjusted profit before tax. The adjusted profit before tax is measured consistently with the Group's (loss)/profit before tax except that corporate and unallocated expenses are excluded from this measurement.

Segment assets exclude unallocated head office and corporate assets as these assets are managed on a group basis.

Segment liabilities exclude unallocated head office and corporate liabilities as these liabilities are managed on a group basis.

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

## NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

30 June 2022

### 3. OPERATING SEGMENT INFORMATION (CONTINUED)

The following tables present revenue and profit information regarding the Group's operating segments for the six months ended 30 June 2022 and 2021:

Six months ended 30 June 2022	Imaging printing products RMB'000 (Unaudited)	Medical products and equipment RMB'000 (Unaudited)	Total RMB'000 (Unaudited)
<b>Segment revenue</b> (note 4)			
Sales to external customers	124,821	1,841,242	1,966,063
Intersegment sales	135,805	700,276	836,081
<i>Reconciliation:</i>			
Elimination of intersegment sales			(836,081)
Revenue			1,966,063
<b>Segment results</b>	(35,273)	(168,976)	(204,249)
<i>Reconciliation:</i>			
Corporate and other unallocated expenses			(3,999)
Loss before tax			(208,248)
<b>Other segment information:</b>			
Depreciation of items of property, plant and equipment	3,036	16,041	19,077
Depreciation of items of right-of-use assets	1,559	56,562	58,121
Amortisation of other intangible assets	35	45,419	45,454
Share of profit of an associate	—	(7,891)	(7,891)
Impairment loss recognised in the statement of profit or loss	18,199	121,624	139,823
Loss/(gain) on disposal of items of property, plant and equipment	90	(144)	(54)
Capital expenditure*	16	14,173	14,189

## NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

30 June 2022

### 3. OPERATING SEGMENT INFORMATION (CONTINUED)

Six months ended 30 June 2021	Imaging printing products RMB'000 (Unaudited)	Medical products and equipment RMB'000 (Unaudited)	Total RMB'000 (Unaudited)
<b>Segment revenue</b> (note 4)			
Sales to external customers	196,298	2,126,404	2,322,702
Intersegment sales	288,330	806,321	1,094,651
<i>Reconciliation:</i>			
Elimination of intersegment sales			(1,094,651)
Revenue			2,322,702
<b>Segment results</b>	(8,226)	165,432	157,206
<i>Reconciliation:</i>			
Corporate and other unallocated expenses			(3,482)
Profit before tax			153,724
<b>Other segment information:</b>			
Depreciation of items of property, plant and equipment	2,609	13,917	16,526
Depreciation of items of right-of-use assets	787	46,927	47,714
Amortisation of other intangible assets	129	47,722	47,851
Share of profit of an associate	—	(5,894)	(5,894)
Impairment loss recognised in the statement of profit or loss	9,954	6,053	16,007
Loss/(gain) on disposal of items of property, plant and equipment	13	(182)	(169)
Capital expenditure*	4,622	26,754	31,376

\* Capital expenditure consists of additions to property, plant and equipment and other intangible assets.

## NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

30 June 2022

### 3. OPERATING SEGMENT INFORMATION (CONTINUED)

The following table presents the asset and liability information of the Group's operating segments as at 30 June 2022 and 31 December 2021

Six months ended 30 June 2022	Imaging printing products RMB'000 (Unaudited)	Medical products and equipment RMB'000 (Unaudited)	Total RMB'000 (Unaudited)
<b>Segment assets</b>	291,710	3,830,006	4,121,716
<i>Reconciliation:</i>			
Corporate and other unallocated assets			68,652
Total assets			4,190,368
<b>Segment liabilities</b>	140,293	3,441,487	3,581,780
<i>Reconciliation:</i>			
Corporate and other unallocated liabilities			22,841
Total liabilities			3,604,621

## NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

30 June 2022

### 3. OPERATING SEGMENT INFORMATION (CONTINUED)

Year ended 31 December 2021	Imaging printing products RMB'000 (Audited)	Medical products and equipment RMB'000 (Audited)	Total RMB'000 (Audited)
<b>Segment assets</b>	519,603	3,972,388	4,491,991
<i>Reconciliation:</i>			
Corporate and other unallocated assets			66,890
Total assets			4,558,881
<b>Segment liabilities</b>	356,298	3,347,927	3,704,225
<i>Reconciliation:</i>			
Corporate and other unallocated liabilities			22,622
Total liabilities			3,726,847

#### Information about major customers

During the six months ended 30 June 2022, the Group had one individual customer from whom the revenue derived by selling medical imaging products and imaging printing products of RMB348,190,000 (six months ended 30 June 2021: RMB487,393,000) accounted for about 17.71% (six months ended 30 June 2021: 20.98%) of the Group's total revenue during the Period.

#### Geographical information

Since the Group solely operates business in Mainland China and all of the non-current assets of the Group are located in Mainland China, geographical information required by IFRS 8 *Operating Segments* is not presented.

#### Seasonality of operations

The Group's operations are not subject to seasonality.

## NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

30 June 2022

### 4. REVENUE

An analysis of revenue is as follows:

	For the six months ended 30 June	
	2022 RMB'000 (Unaudited)	2021 RMB'000 (Unaudited)
Revenue from contracts with customers	1,966,063	2,322,702

#### Disaggregated revenue information for revenue from contracts with customers

*For the six months ended 30 June 2022*

Segments	Imaging printing products RMB'000 (Unaudited)	Medical products and equipment RMB'000 (Unaudited)	Total RMB'000 (Unaudited)
<b>Types of goods or services</b>			
Sale of goods	123,846	1,806,197	1,930,043
Rendering of services	975	35,045	36,020
Total revenue from contracts with customers	124,821	1,841,242	1,966,063
<b>Timing of revenue recognition</b>			
Goods transferred at a point in time	123,846	1,806,197	1,930,043
Services transferred over time	975	35,045	36,020
Total revenue from contracts with customers	124,821	1,841,242	1,966,063

## NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

30 June 2022

### 4. REVENUE (CONTINUED)

#### Disaggregated revenue information for revenue from contracts with customers (continued)

*For the six months ended 30 June 2021*

Segments	Imaging printing products RMB'000 (Unaudited)	Medical products and equipment RMB'000 (Unaudited)	Total RMB'000 (Unaudited)
<b>Types of goods or services</b>			
Sale of goods	195,042	2,090,339	2,285,381
Rendering of services	1,256	36,065	37,321
Total revenue from contracts with customers	196,298	2,126,404	2,322,702
<b>Timing of revenue recognition</b>			
Goods transferred at a point in time	195,042	2,090,339	2,285,381
Services transferred over time	1,256	36,065	37,321
Total revenue from contracts with customers	196,298	2,126,404	2,322,702

#### 4. REVENUE (CONTINUED)

##### Disaggregated revenue information for revenue from contracts with customers (continued)

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

##### *For the six months ended 30 June 2022*

Segments	Imaging printing products RMB'000 (Unaudited)	Medical products and equipment RMB'000 (Unaudited)	Total RMB'000 (Unaudited)
<b>Revenue from contracts with customers</b>			
External customers	124,821	1,841,242	1,966,063
Intersegment sales	135,805	700,276	836,081
Intersegment adjustments and eliminations	(135,805)	(700,276)	(836,081)
Total revenue from contracts with customers	124,821	1,841,242	1,966,063

##### *For the six months ended 30 June 2021*

Segments	Imaging printing products RMB'000 (Unaudited)	Medical products and equipment RMB'000 (Unaudited)	Total RMB'000 (Unaudited)
<b>Revenue from contracts with customers</b>			
External customers	196,298	2,126,404	2,322,702
Intersegment sales	288,330	806,321	1,094,651
Intersegment adjustments and eliminations	(288,330)	(806,321)	(1,094,651)
Total revenue from contracts with customers	196,298	2,126,404	2,322,702

## NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

30 June 2022

### 5. (LOSS)/PROFIT BEFORE TAX

The Group's (loss)/profit before tax is arrived at after charging/(crediting):

	For the six months ended 30 June	
	2022 RMB'000 (Unaudited)	2021 RMB'000 (Unaudited)
Cost of inventories sold and services provided	1,671,899	1,875,636
Depreciation of items of property, plant and equipment	19,077	16,526
Depreciation of right-of-use assets	58,121	47,714
Amortisation of other intangible assets	45,454	47,851
Research and development costs	—	113
Lease payments not included in the measurement of lease liabilities	21,395	19,373
Employee benefit expense including		
— Wages and salaries	112,190	107,127
— Pension scheme contributions	8,004	6,768
	120,194	113,895
Exchange differences, net	1,561	1,527
Impairment of financial assets	6,741	6,542
Impairment of goodwill	1,440	—
Impairment of other intangible assets	114,389	—
Gain on disposal of items of property, plant and equipment	(54)	(169)

### 6. INCOME TAX

The Group is subject to income tax on an entity basis on profits arising in or derived from the jurisdictions in which members of the Group are domiciled and operate.

Pursuant to the rules and regulations of the Cayman Islands and the British Virgin Islands ("BVI"), the Group is not subject to any income tax in the Cayman Islands and BVI.

Hong Kong profits tax is to be provided at the rate of 16.5% on the estimated assessable profits arising in Hong Kong. No provision for Hong Kong profits tax has been made as the Group had no assessable profits derived from or earned in Hong Kong during the Period.

## NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

30 June 2022

### 6. INCOME TAX (CONTINUED)

The provision for current income tax in Mainland China is based on the statutory rate of 25% of the assessable profits of the Group as determined in accordance with the PRC Corporation Income Tax Law which was approved and became effective on 1 January 2008.

The major components of income tax charge for the Period were as follows:

	For the six months ended 30 June	
	2022 RMB'000 (Unaudited)	2021 RMB'000 (Unaudited)
Current — charged for the period	20,492	50,208
Deferred	(44,684)	(17,361)
Total tax (credit)/charge for the period	(24,192)	32,847

### 7. DIVIDENDS

The directors did not recommend the payment of an interim dividend in respect of the Period (six months ended 30 June 2021: Nil).

The shareholders did not declare any dividend for the year ended 31 December 2021 at the annual general meeting of the Company on 31 May 2022.

### 8. (LOSS)/EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT

The calculation of basic loss per share is based on the loss for the Period attributable to ordinary equity holders of the parent of RMB165,284,000 and the weighted average number of ordinary shares of 2,331,590,000 in issue during the Period.

The calculation of basic earnings per share is based on the profit for the six months ended 30 June 2021 attributable to ordinary equity holders of the parent of RMB111,905,000 and the weighted average number of ordinary shares of 2,354,975,000 in issue during the period.

The diluted (loss)/earnings per share amounts were equal to the basic (loss)/earnings per share amounts for the Period and the six months ended 30 June 2022 and 2021 as no diluting events occurred.

## NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

30 June 2022

### 9. PROPERTY, PLANT AND EQUIPMENT

During the six months ended 30 June 2022, the Group acquired property, plant and equipment at a cost of RMB14,189,000 (six months ended 30 June 2021: RMB31,039,000).

During the six months ended 30 June 2022, property, plant and equipment with a net book value of RMB5,144,000 (six months ended 30 June 2021: RMB1,612,000) were disposed of by the Group resulting in a net gain on disposal of RMB54,000 (six months ended 30 June 2021: a net gain of RMB169,000).

As at 30 June 2022, Certain of the Group's buildings with a carrying amount of approximately RMB57,397,000 (2021: RMB85,506,000) were pledged to secure banking loans granted to the group.

### 10. TRADE AND BILLS RECEIVABLES

	30 June 2022 RMB'000 (Unaudited)	31 December 2021 RMB'000 (Audited)
Bills receivable	10,389	39,040
Trade receivables	1,516,504	1,611,004
Impairment	(65,924)	(59,183)
	1,460,969	1,590,861

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

	30 June 2022 RMB'000 (Unaudited)	31 December 2021 RMB'000 (Audited)
Within 90 days	578,776	878,880
91 to 180 days	411,241	376,618
181 to 365 days	349,749	216,803
1 to 2 years	101,469	68,469
2 to 3 years	9,345	11,051
	1,450,580	1,551,821

## NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

30 June 2022

### 11. TRADE AND BILLS PAYABLES

	30 June 2022 RMB'000 (Unaudited)	31 December 2021 RMB'000 (Audited)
Bills payable	30,000	—
Trade payables	656,458	657,316
	<b>686,458</b>	<b>657,316</b>

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

	30 June 2022 RMB'000 (Unaudited)	31 December 2021 RMB'000 (Audited)
Within 90 days	598,149	621,150
91 to 180 days	18,843	29,911
181 to 365 days	34,701	3,617
1 to 2 years	3,230	1,379
Over 2 years	1,535	1,259
	<b>656,458</b>	<b>657,316</b>

## NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

30 June 2022

### 12. OTHER PAYABLES AND ACCRUALS AND OTHER LONG TERM PAYABLES

	30 June 2022 RMB'000 (Unaudited)	31 December 2021 RMB'000 (Audited)
Current portion:		
Other payables	127,413	339,604
Interest payable	359	457
Value-added tax payable	28,507	52,563
Payroll and welfare payable	11,982	18,868
Payables to non-controlling interests (Note a, b and c)	333,721	345,556
	501,982	757,048
Non-current portion:		
Deferred government grant	7,227	7,322
Payables to non-controlling interests (Note a)	85,657	83,132
	92,884	90,454

Note:

Payables to non-controlling interests mainly represent the contractual obligations of the Group to acquire the remaining 5.83% interests in Anbaida Group Companies and the remaining 30% interests in each of Shengshiyuan and Kaihongda as at the end of the reporting period.

## 12. OTHER PAYABLES AND ACCRUALS AND OTHER LONG TERM PAYABLES (CONTINUED)

Note: (continued)

The details during the acquisition by the Company of the 70% interests in each of Anbaida Group Companies, Shengshiyuan and Kaihongda as below:

- a) Pursuant to the share purchase agreement entered into between Yestar (Guangxi) Medical System Co., Ltd. (“Yestar Medical”), a subsidiary of the Company, Mr. Li Bin, Mr. Li Changgui, Mr. Li Changkuan, Ms. Yu Liping and Ms. Liu Hong on 9 April 2015, Yestar Medical acquired the 70% equity interests in Anbaida Group Companies and Mr. Li Bin and Mr. Li Changgui (“Mr. Li”) held the remaining 30% equity interest. The non-controlling equity interest holders shall have the right to require Yestar Medical to acquire the remaining 30% equity interest in Anbaida Group Companies if the respective net profits of Anbaida Group Companies in 2015, 2016 and 2017 have reached the annual guarantee profits. The maximum consideration shall not exceed RMB675 million. Since Anbaida Group Companies have met the annual guarantee profit targets for the years from 2015 to 2017, the Group is obligated to acquire the remaining 30% equity interest in Anbaida Group Companies. Yestar Medical reached a new separate share transfer agreement on 7 August 2020 with Mr. Li to acquire the remaining 30% equity interest in Anbaida Group Companies. Yestar Medical shall purchase the remaining 30% equity interest in each of Anbaida Group Companies at a consideration of RMB675 million. As at 30 June 2022, the Company completed the acquisition of a 24.17% equity interest and paid RMB543,750,000 to Mr. Li.

As at 30 June 2022, the carrying amount of RMB85,746,000 related to dividend payable to Mr. Li Bin and Mr. Li Changgui from 1 July 2023 to 2025.

- b) Pursuant to the share purchase agreement entered between Yestar Medical, Ms. Liu Yanling, Ms. Li Xu, Mr. Ai Jiaying, Mr. Zhang Lixiong and Mr. Li Shenlian on 11 November 2016, Yestar Medical acquired the 70% equity interest in Shengshiyuan. Yestar Medical is obligated to acquire the remaining 30% equity interest in Shengshiyuan if the respective net profits of Shengshiyuan in 2017, 2018 and 2019 have reached the annual guarantee profits. The maximum consideration shall not exceed RMB120 million. Since Shengshiyuan has met the annual guarantee profit targets for the years from 2017 to 2019, Yestar Medical is negotiating with Mr. Li to purchase the remaining 30% equity interest. No agreement was reached as of the report date.
- c) Pursuant to the share purchase agreement entered between Yestar Medical, Mr. Pang Haibin, Mr. Xie Dingjie, Ms. An Hong, Mr. Yu Huimin and Mr. Zhu Yongping on 20 September 2017, Yestar Medical acquired the 70% equity interest in Kaihongda. Yestar Medical is obligated to acquire the remaining 30% equity interest in Kaihongda if the respective net profits of Kaihongda in 2017, 2018 and 2019 have reached the annual guarantee profits. The maximum consideration shall not exceed RMB71.28 million. Since Kaihongda has met the annual guarantee profit targets for the years from 2017 to 2019, Yestar Medical is negotiating with Mr. Pang to purchase the remaining 30% equity interest. No agreement was reached as of the report date.

## NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

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### 13. RELATED PARTY TRANSACTIONS

The Group's principal related parties are as follows:

Name	Relationship with the Company
Mr. Li Bin*	Director of the Company
Shanghai Qinyi marketing center	Controlled by Mr. Li Bin
Shanghai Lushun enterprise marketing center	Controlled by Mr. Li Bin
Ms. Liu Hong	Close family member of Mr. Li Bin
Ms. Li Yue	Close family member of Mr. Li Bin

\* Mr. Li Bin was appointed as an executive director of the Company on 18 June 2021 and resigned on 31 December 2021. Mr. Li Bin, his family members and the entities controlled by Mr. Li Bin were not the related parties of the Company since 31 December 2021.

(a) In addition to the transactions detailed elsewhere in this financial information, the Group had the following transactions with related parties during the period:

	For the six months ended 30 June	
	2022 RMB'000 (Unaudited)	2021 RMB'000 (Unaudited)
Rental and marketing fee		
Ms. Li Yue	N/A	883
Ms. Liu Hong	N/A	49
Mr. Li Bin	N/A	18
Shanghai Qinyi marketing center	N/A	315
Shanghai Lushun enterprise marketing center	N/A	237
	N/A	1,502

Note:

Rental and marketing fees were charged in line with the terms in the agreement.

## NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

30 June 2022

### 13. RELATED PARTY TRANSACTIONS (CONTINUED)

(b) Compensation of key management personnel of the Group:

	For the six months ended 30 June	
	2022 RMB'000 (Unaudited)	2021 RMB'000 (Unaudited)
Short-term employee benefits	4,927	4,206
Pension scheme contributions	123	69
	5,050	4,275

### 14. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS

The carrying amounts and fair values of the financial instruments, other than those with carrying amounts that reasonably approximate to fair values, are as follows:

	Carrying amounts		Fair values	
	30 June 2022 RMB'000 (Unaudited)	31 December 2021 RMB'000 (Audited)	30 June 2022 RMB'000 (Unaudited)	31 December 2021 RMB'000 (Audited)
<b>Financial liabilities</b>				
Interest-bearing bank and other borrowings (the Notes)	1,294,657	1,159,549	906,864	1,327,755

The Group's corporate finance team is responsible for determining the policies and procedures for the fair value measurement of financial instruments. The corporate finance team reports directly to the chief financial officer. At each reporting date, the corporate finance team analyses the movements in the values of financial instruments and determines the major inputs applied in the valuation. The valuation is reviewed and approved by the chief financial officer.

## NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

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### 14. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS (CONTINUED)

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

The fair values of the non-current portion of financial liabilities including other long term payables and non-current portion of lease liabilities have been calculated by discounting the expected future cash flows using rates currently available for instruments with similar terms, credit risk and remaining maturities. The fair value of the Notes is based on the quoted market price. The changes in fair value as a result of the Group's own non-performance risk for the non-current portion of financial liabilities including other long-term payables and non-current portion of lease liabilities as at 30 June 2022 was assessed to be insignificant.

### 15. EVENTS AFTER THE REPORTING PERIOD

There have been no significant events since the end of the reporting period.

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