



# 天泓文創

Icon Culture Global Co.Ltd

## 2023

### INTERIM REPORT

### 中期業績報告

**天泓文創國際集團有限公司**  
Icon Culture Global Company Limited

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

Stock code 股份代碼: 8500

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## COMPANY INFORMATION

### 公司資料

#### EXECUTIVE DIRECTORS

Mr. Chow Eric Tse To (*Chairman*)

Ms. Cai Xiaoshan

Mr. Lau Tung Hei Derek

Ms. Liang Wei (*Chief Executive Officer*)

Mr. Liu Biao

#### 執行董事

周子濤先生(主席)

蔡曉珊女士

劉東曦先生

梁薇女士(行政總裁)

劉標先生

#### INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Lee Siu Hang Foster

Ms. Tam Hon Shan Celia

Mr. Tian Tao

#### 獨立非執行董事

李兆鏗先生

譚漢珊女士

田濤先生

#### COMPANY SECRETARY

Ms. Tung Wing Yee Winnie

#### 公司秘書

董穎怡女士

#### AUTHORISED REPRESENTATIVES

Ms. Liang Wei

Ms. Tung Wing Yee Winnie

#### 授權代表

梁薇女士

董穎怡女士

#### BOARD COMMITTEES

##### Audit Committee

Mr. Lee Siu Hang Foster (*Chairperson*)

Ms. Tam Hon Shan Celia

Mr. Tian Tao

#### 董事委員會

##### 審核委員會

李兆鏗先生(主席)

譚漢珊女士

田濤先生

##### Remuneration Committee

Ms. Tam Hon Shan Celia (*Chairperson*)

Mr. Lee Siu Hang Foster

Mr. Tian Tao

#### 薪酬委員會

譚漢珊女士(主席)

李兆鏗先生

田濤先生

##### Nomination Committee

Mr. Chow Eric Tse To (*Chairperson*)

Mr. Lee Siu Hang Foster

Ms. Tam Hon Shan Celia

#### 提名委員會

周子濤先生(主席)

李兆鏗先生

譚漢珊女士

## COMPANY INFORMATION

### 公司資料

#### LEGAL ADVISERS

*As to Hong Kong laws*

Jingtian & Gongcheng LLP

*As to the People's Republic of China (the "PRC") laws*

Hylands (Shenzhen) Law Firm

*As to Cayman Islands laws*

Ogier

#### REGISTERED OFFICE

Ogier Global (Cayman) Limited

89 Nexus Way, Camana Bay, Grand Cayman

KY1-9009, Cayman Islands

#### PRINCIPAL PLACE OF BUSINESS IN THE PRC

29/F, Kingold Century

No. 62 Jinsui Road

Zhujiang New Town

Tianhe District, Guangzhou City

Guangdong Province, the PRC

#### PRINCIPAL PLACE OF BUSINESS IN HONG KONG

31/F., 148 Electric Road

North Point, Hong Kong

#### PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE IN THE CAYMAN ISLANDS

Ogier Global (Cayman) Limited

89 Nexus Way, Camana Bay, Grand Cayman

KY1-9009, Cayman Islands

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

Boardroom Share Registrars (HK) Limited

2103B, 21/F, 148 Electric Road

North Point, Hong Kong

#### 法律顧問

有關香港法律

競天公誠律師事務所有限法律責任合夥

有關中華人民共和國(「中國」)法律

北京浩天(深圳)律師事務所

有關開曼群島法律

奧杰

#### 註冊辦事處

Ogier Global (Cayman) Limited

89 Nexus Way, Camana Bay, Grand Cayman

KY1-9009, Cayman Islands

#### 中國主要營業地點

中國廣東省

廣州市天河區

珠江新城

金穗路62號

僑鑫國際大廈29樓

#### 香港主要營業地點

香港北角

電氣道148號31樓

#### 開曼群島股份過戶登記總處

Ogier Global (Cayman) Limited

89 Nexus Way, Camana Bay, Grand Cayman

KY1-9009, Cayman Islands

#### 香港股份過戶登記分處

寶德隆證券登記有限公司

香港北角

電氣道148號21樓2103B室

## COMPANY INFORMATION

### 公司資料

#### PRINCIPAL BANKERS

Bank of China

Agricultural Bank of China

主要往來銀行

中國銀行

中國農業銀行

#### COMPANY'S WEBSITE

<http://www.iconspace.com/>

公司網站

<http://www.iconspace.com/>

#### LISTING INFORMATION

##### Place of Listing

GEM of the Stock Exchange

上市資料

上市地點

聯交所 GEM

##### Stock Code

8500

股份代號

8500

##### Board Lot

2,000 shares

買賣單位

2,000 股股份

## FINANCIAL HIGHLIGHTS

### 財務摘要

#### Six months ended 30 June

截至6月30日止六個月

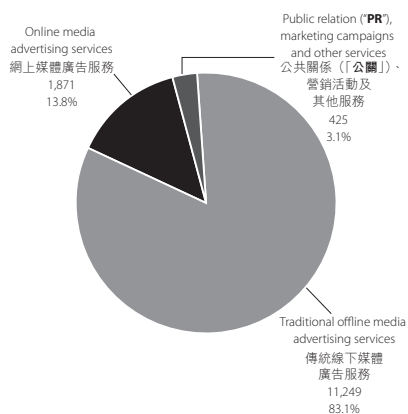
		2023 2023年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2022 2022年 RMB'000 人民幣千元 (Unaudited) (未經審核)	Change 變動 %
Revenue	收益	13,545	50,285	(73.1%)
Gross loss	毛虧損	(1,556)	(4,138)	(62.4%)
Loss for the period	期內虧損	(9,354)	(24,332)	(61.6%)

#### Revenue for six months ended

30 June 2023 (RMB'000)

截至2023年6月30日

止六個月收益 (人民幣千元)

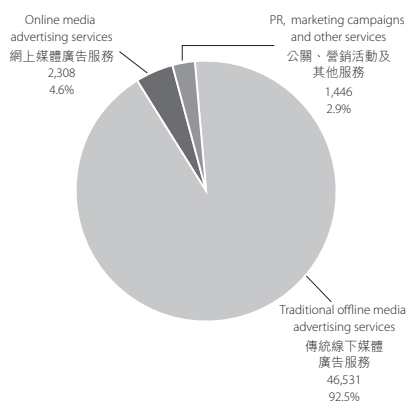


#### Revenue for six months ended

30 June 2022 (RMB'000)

截至2022年6月30日

止六個月收益 (人民幣千元)



## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論及分析

#### BUSINESS REVIEW

The Group is an integrated multimedia advertising and marketing solutions service provider based in Guangzhou, the PRC, providing advertising and marketing solutions to our customers. Services we provide include: (i) traditional offline media, including Out-of-home (“OOH”) and indoor advertising platforms; (ii) online media and E-commerce business; and (iii) public relations, marketing campaigns and other services. Our integrated multimedia advertising and marketing solutions services focus on developing advertising strategies, identifying and sourcing the most appropriate advertising resources and methods, and providing integrated marketing services to maximize the awareness of our clients’ brands, as well as to achieve a complete closed-loop promotion from brand awareness, marketing effectiveness to product sales volume for our customers.

For the six months ended 30 June 2023 (the “Period”), the Group was granted memberships by several organisations, including Guangdong Advertising Association, the Digital Marketing Committee of China Advertising Association of Commerce, Guangdong Modern Service Federation, and Guangdong Entertainment and Game Industry Association.

Looking back at the first half of 2023, China’s economy was recovering from the relaxation of epidemic restriction policies. But there were still many challenges that lied ahead. For instance, the increase in interest rate in the global banking sector has influenced economies, particularly consumer demand. With the reduction of the marketing budget of fast-moving consumer goods (FMCG) advertisers brought about by a reduction in consumption, the Group actively developed new

#### 業務回顧

本集團是一家位於中國廣州的綜合多媒體廣告及營銷解決方案服務供應商，向我們的客戶提供廣告及營銷解決方案，包括(i)傳統線下媒體，包括戶外(「戶外」)及室內廣告平台；(ii)網上媒體及電商業務；及(iii)公關、營銷活動及其他服務。我們的綜合多媒體廣告及營銷解決方案服務主要專注於為客戶制定廣告策略、識別及採購最合適的廣告資源及方式、提供整合營銷服務，以達到我們服務的客戶品牌的宣傳效果最大化，同時為客戶實現從品牌的傳播、營銷效果、到產品銷量的完整閉環的推動。

截至2023年6月30日止六個月(「本期間」)，本集團獲准成為廣東省廣告協會會員單位、中國商務廣告協會數字營銷委員會會員單位、廣東省現代服務業聯合會會員單位以及廣東省遊戲產業協會會員單位。

回顧2023年上半年，我國經濟在防疫政策放開後迎來復蘇，但仍面臨許多挑戰，如全球銀行加息對經濟特別是對消費者需求產生的影響等。消費降維帶來快消行業廣告主營銷預算的每況愈下，本集團積極拓展新的業務機會，包



## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論及分析

business opportunities, including: operation of industrial park, co-construction of cultural and creative products, IP cross-border services and so on. During the Period, the Group has become a promotional and marketing strategic partner of a number of industrial park customers. At the same time, we completed the theme design of a number of large-scale events and provincial competition, and finished production of cultural and creative accessories for a number of well-known IP.

During the Period, the Group recorded revenue of approximately RMB13.5 million, representing a decrease of 73.1% as compared to the same period in 2022. The decrease was mainly due to the Group's exposure to the impact of the macroeconomic slowdown. Most of the brand customers remained cautious and therefore reduced their advertising and marketing budget during the Period, resulting in a decrease in revenue for the Period as compared to the corresponding period last year.

#### PROSPECT

Looking forward to the second half of 2023, adjustments to macroeconomic policy will likely intensify to boost the domestic demand. The Group is well-prepared to formulate a clear business strategy, adjust the team structure and flexibly respond to the changing market conditions and customer demand. We will seize the opportunities arising from market recovery proactively and turn these opportunities into driving forces for business growth and maintain the sustainable development of the Group. Specific strategies include:

括：試水產業化園區的運營、文創產品的共建、IP跨界服務等類型的業務發展。於本期間，本集團已成為多個產業園客戶的宣傳營銷戰略合作夥伴；同時也完成了多個大型活動及省級賽事的主題設計；及多個知名IP製作文創周邊產品等工作。

於本期間，本集團錄得收益約人民幣13.5百萬元，較2022年同期減少73.1%。減少主要源於本集團面臨宏觀經濟放緩帶來的影響所致；大部分品牌客戶仍持謹慎觀望態度，因此於本期間減少其廣告及營銷預算，導致本期間的收益較去年同期減少。

#### 前景

展望2023年下半年，宏觀經濟政策調控力度將加大，在持續著力擴大內需的背景下，本集團已經做好了充分的準備，制定清晰的經營策略，調整團隊架構，靈活應對不斷變化的市場狀況及客戶需求，主動把握市場復蘇的機遇，將這些機遇轉化為促進業績增長的動力，保持本集團的可持續發展態勢。具體策略包括：

## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論及分析

- We will focus on exploring potential business opportunities with existing customers and use successful cases of cooperation as points of entry to achieve breakthrough for the existing service scope, so as to realize the conversion of product awareness to sales, product innovation through creative marketing, and business expansion from offline to online media. At the same time, we will improve our key client management team to build high quality and long-term cooperation through improving the quality of customer service.
  - We regard new media marketing services as another important service product of the Group. In the future, we will continue to enhance our competitiveness in new media integrated creativity by providing various services such as Xiaohongshu “seeding”, Douyin content marketing, crossover cooperations with different brands and IPs and event marketing. On one hand, we will continue to expand and optimise our media resource base, and increase the cooperation with vertical talents in each category to achieve higher service profits through more favorable purchase prices; on the other hand, we will continue to consolidate and expand the influence of our self-operated account matrix to promote to more customers and further expand our business track.
  - We will adapt to market changes and expand the breadth and depth of new services. The Group will continue to develop new businesses in industries encouraged by the government, such as industrial park operation and cultural service. We hope that the development of new businesses will help to diversify our operational risks, enhance our core competencies and create synergies with our existing business.
- 聚焦精力，持續深挖現有品牌客戶，以已成功合作的案例作為切入點，突破現有服務範疇，實現從品宣到銷售轉化、從營銷創意到產品創意、從線下媒體到線上媒體的業務拓展。與此同時，完善大客戶管理團隊，通過提升客戶服務品質，打造優質長期合作關係。
  - 將新媒體營銷服務作為本集團又一重要的服務產品。未來，我們將持續提升新媒體整合創意競爭力，提供小紅書種草、抖音內容營銷、IP品牌跨界合作及營銷事件等多種服務。一方面繼續擴充及優化媒體資源庫、增加與各垂類達人的合作，通過更優惠的採購價格獲取更高的服務利潤；另一方面繼續夯實及擴大本集團自營賬號矩陣的影響力，推向更多的客戶，進一步擴充商業賽道。
  - 順應市場變化，勇於探索和拓展新服務的廣度及深度。本集團將持續佈局政府鼓勵的行業，如產業園運營、文化助力等。我們希望新業務的發展有助分散我們的經營風險，提高我們的核心競爭力，並與我們的現有業務產生協同效應。

#### FINANCIAL REVIEW

##### Revenue

During the Period, the Group recorded a turnover of approximately RMB13.5 million, representing a decrease of approximately RMB36.7 million or 73.1% (Six months ended 30 June 2022: approximately RMB50.3 million) as compared to the corresponding period in 2022. The decrease in revenue was mainly due to the reduction of advertising and marketing budget and spending of brand customers during the Period.

Due to the impact of the macro-economy, some major customers had substantially reduced their traditional offline media advertising budget, revenue from traditional offline media advertising services decreased by 75.8% to approximately RMB11.2 million as compared to the first half of 2022.

##### Gross Loss and Gross Loss Margin

During the Period, the Group recorded gross loss of approximately RMB1.6 million (Six months ended 30 June 2022: approximately RMB4.1 million), and gross loss margin was approximately 11.5% for the Period (Six months ended 30 June 2022: approximately 8.2%). The decrease in gross loss was mainly due to: (i) the improvement on project external procurement cost control; and (ii) the staff cost decreased due to the Company's organisational structure optimisation.

##### Other Revenue

Other revenue amounted to approximately RMB0.1 million for the Period (Six months ended 30 June 2022: approximately RMB0.3 million). Other revenue for the Period mainly consisted of additional value-added tax deductions of approximately RMB0.1 million (Six months ended 30 June 2022: approximately RMB0.2 million).

##### 財務回顧

##### 收益

於本期間，本集團錄得營業額約人民幣13.5百萬元，較2022年同期減少約人民幣36.7百萬元或73.1%（截至2022年6月30日止六個月：約人民幣50.3百萬元）。收益減少乃主要由於本期間品牌客戶縮減廣告以及營銷預算及開支所致。

由於受宏觀經濟的影響，若干主要客戶大幅減少其傳統線下媒體廣告預算，傳統線下媒體廣告服務的收益較2022年上半年減少75.8%至約人民幣11.2百萬元。

##### 毛虧損及毛虧損率

於本期間，本集團錄得毛虧損約人民幣1.6百萬元（截至2022年6月30日止六個月：約人民幣4.1百萬元），而本期間毛虧損率約為11.5%（截至2022年6月30日止六個月：約8.2%）。毛虧損的收窄主要得益於：(i) 公司加強專案外部採購成本的控制；及(ii) 公司組織架構優化導致員工成本下降等。

##### 其他收益

本期間的其他收益約為人民幣0.1百萬元（截至2022年6月30日止六個月：約人民幣0.3百萬元）。本期間的其他收益主要由增值稅加計扣除約人民幣0.1百萬元（截至2022年6月30日止六個月：約人民幣0.2百萬元）構成。

## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論及分析

#### Selling Expenses

Selling expenses for the Period amounted to approximately RMB0.9 million (Six months ended 30 June 2022: approximately RMB1.9 million). The decrease was mainly due to the reduction in purchase of marketing data analysis services.

#### Administrative Expenses

Administrative expenses for the Period amounted to approximately RMB8.5 million (Six months ended 30 June 2022: approximately RMB26.1 million). The decrease in administrative expenses for the Period was mainly due to the decreased credit loss allowance for trade receivables. The Group recognised credit loss allowance for trade receivables of approximately RMB4 million for the Period (Six months ended 30 June 2022: approximately RMB20.1 million).

#### Income Tax

The Group recorded income tax benefit of approximately RMB1.9 million for the Period (Six months ended 30 June 2022: approximately RMB8.1 million). The income tax benefit was mainly a result of the deferred tax asset recognised during the Period arising from the tax loss of the Group's major PRC subsidiary for which the Group considered could be utilised against future taxable profit within the coming five years.

#### Net Loss

Net loss amounted to approximately RMB9.4 million for the Period (Six months ended 30 June 2022: approximately RMB24.3 million). The decrease was mainly due to the decrease in administrative expenses resulting from decreased credit loss allowance of the trade receivables.

#### 銷售開支

本期間的銷售開支約為人民幣0.9百萬元(截至2022年6月30日止六個月:約人民幣1.9百萬元)。減少主要由於購買市場分析數據服務減少所致。

#### 行政開支

本期間的行政開支約為人民幣8.5百萬元(截至2022年6月30日止六個月:約人民幣26.1百萬元)。本期間行政開支減少乃主要由於貿易應收款項信貸虧損撥備減少。本期間本集團確認貿易應收款項信貸虧損撥備約人民幣4百萬元(截至2022年6月30日止六個月:約人民幣20.1百萬元)。

#### 所得稅

本集團錄得本期間所得稅收益約人民幣1.9百萬元(截至2022年6月30日止六個月:約人民幣8.1百萬元)。所得稅收益乃主要由於本集團主要中國附屬公司的稅務虧損所產生於本期間確認的遞延稅項資產所致,本集團認為該遞延稅項資產可用於抵扣未來五年內的未來應課稅利潤。

#### 淨虧損

本期間的淨虧損約為人民幣9.4百萬元(截至2022年6月30日止六個月:約人民幣24.3百萬元)。減少乃主要由於貿易應收款項的信貸虧損撥備減少導致行政開支減少所致。

## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論及分析

#### LIQUIDITY AND FINANCE RESOURCES

The Group's working capital and other capital requirements were principally satisfied by cash generated from the Group's operations and bank borrowings.

As at 30 June 2023, the Group's net current assets amounted to approximately RMB53.0 million (as at 31 December 2022: approximately RMB57.7 million), and its liquidity as represented by current ratio (calculated by dividing current assets by current liabilities) was 2.0 times as at 30 June 2023 (as at 31 December 2022: 1.9 times). As at 30 June 2023, cash and cash equivalents amounted to approximately RMB1.3 million (as at 31 December 2022: approximately RMB12.0 million). The decrease in cash and cash equivalents was due mainly to the repayment of bank loans by the Group.

As at 30 June 2023, the Group had outstanding bank loans with fixed interest rate of RMB15.0 million. Therefore, gearing ratio of the Group was 23.8% (calculated by dividing bank loans by total equity).

#### CAPITAL STRUCTURE

The shares of the Company (the "Shares") were listed on GEM on 14 January 2020 (the "Listing Date"), since then there has been no changes in the capital structure of the Group. The share capital of the Company only comprises ordinary Shares.

As at the date of this report, the Company had 180,000,000 Shares in issue.

#### 流動資金及財務資源

本集團的營運資金及其他資本需求主要通過本集團的運營產生的現金及銀行借款來滿足。

於2023年6月30日，本集團的流動資產淨值約為人民幣53.0百萬元（於2022年12月31日：約人民幣57.7百萬元），其流動性於2023年6月30日（以流動比率，即流動資產除以流動負債計算）為2.0倍（於2022年12月31日：1.9倍）。於2023年6月30日，現金及現金等價物約為人民幣1.3百萬元（於2022年12月31日：約人民幣12.0百萬元）。現金及現金等價物減少乃主要由於本集團償還銀行貸款所致。

於2023年6月30日，本集團有一筆未償還的定息銀行貸款人民幣15.0百萬元。因此，本集團槓桿比率為23.8%（按銀行貸款除以總權益計算）。

#### 資本架構

本公司股份（「股份」）於2020年1月14日（「上市日期」）在GEM上市，自當時起，本集團之資本架構並無變動。本公司股本僅包含普通股。

於本報告日期，本公司擁有180,000,000股已發行股份。

## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論及分析

#### PLEDGE OF ASSETS

As at 30 June 2023, trade receivables of approximately RMB6.4 million (31 December 2022: RMB31.2 million) were pledged to secure the bank borrowings. Save for the above, the Group did not have any charges on its assets.

#### DIVIDEND

The board of Directors (the “Board”) has resolved not to declare the payment of an interim dividend for the Period (Six months ended 30 June 2022: nil).

#### FOREIGN EXCHANGE EXPOSURE

Individual member companies within the Group have limited foreign currency risk as most of the transactions are denominated in the same currency as the functional currency of the operations in which they relate. The Group will review and monitor from time to time the risk relating to foreign exchange.

#### SIGNIFICANT INVESTMENTS HELD

During the Period, the Group did not have any significant investments.

#### FUTURE PLANS FOR MATERIAL INVESTMENTS AND CAPITAL ASSETS

During the Period, the Group did not have any plan for material investments and capital assets.

#### CONTINGENT LIABILITIES

As at 30 June 2023, the Group did not have any significant contingent liabilities.

#### MATERIAL ACQUISITIONS AND DISPOSALS OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES

During the Period, the Group did not have any material acquisitions and disposals of subsidiaries, associates and joint ventures.

#### 質押資產

於2023年6月30日，貿易應收款項約人民幣6.4百萬元(2022年12月31日：人民幣31.2百萬元)質押作為銀行借款的擔保。除上文所述外，本集團並無任何資產質押。

#### 股息

董事會(「董事會」)議決不宣派本期間的中期股息(截至2022年6月30日止六個月：無)。

#### 外匯風險

由於本集團內各成員公司大部分交易採用之貨幣與其業務所用功能貨幣相同，因此本集團內各公司僅承受有限之外幣風險。本集團將不時檢討及監察外匯風險。

#### 持有之重大投資

於本期間，本集團概無任何重大投資。

#### 未來重大投資及資本資產計劃

於本期間，本集團並無任何有關重大投資及資本資產的計劃。

#### 或然負債

於2023年6月30日，本集團並無任何重大或然負債。

#### 重大收購及出售附屬公司、聯營公司及合營公司

於本期間，本集團概無任何重大收購及出售附屬公司、聯營公司及合營公司。

## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論及分析

#### EMPLOYEE AND REMUNERATION POLICIES

As at 30 June 2023, the Group had 50 employees (31 December 2022: 59). They were all located in Guangzhou, the PRC. The number of employees employed by the Group varies from time to time depending on needs. To capture the growth of the internet advertising business, the Group has adjusted the composition of employees and recruited additional employees who have the expertise in online advertising services. In addition, members of the senior management team have exerted efforts on the development of the Group's online advertising services. Employees' remuneration is determined based on their responsibilities, qualifications, performance, experience and seniority. The Group's standard remuneration package may include salary, discretionary bonus, benefits in kind and incentive. The remuneration policy and package of the Group's employees are reviewed periodically.

Compensation of key executives of the Group is reviewed by the remuneration committee of the Board, which is based on the Group's performance and the executives' respective contributions to the Group. The remuneration of the Directors and members of senior management is determined based on the duties, responsibilities, experience, skills and time commitment as well as the performance of the Group.

The Company has adopted a share option scheme (the "**Share Option Scheme**") which became effective on the Listing Date. For details, please refer to the section headed "SHARE OPTION SCHEME".

#### 僱員及薪酬政策

於2023年6月30日，本集團擁有50名僱員(2022年12月31日：59名)。彼等均位於中國廣州。本集團聘用的僱員數目視乎需要而不時有所變化。為把握互聯網廣告業務的增長，本集團已調整僱員組成並增聘擁有網上廣告服務專業知識的僱員。此外，高級管理團隊成員已努力發展本集團的網上廣告服務。僱員薪酬根據彼等的職責、資格、表現、經驗及資歷釐定。本集團的標準薪酬組合可能包括薪金、酌情花紅、實物福利及獎勵。本集團僱員的薪酬政策及組合獲定期檢討。

本集團主要行政人員的酬金由董事會薪酬委員會根據本集團業績及行政人員各自對本集團的貢獻進行檢討。董事及高級管理層成員酬金根據彼等職責、責任、經驗、技能及時間奉獻，以及本集團業績釐定。

本公司已採納購股權計劃(「**購股權計劃**」)，計劃於上市日期起生效。詳情請參閱「購股權計劃」一節。

## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論及分析

#### EVENT AFTER THE REPORTING PERIOD

There was no significant event which took place after 30 June 2023.

#### RISKS AND HURDLES

There are certain business risks associated with the Group's normal course of business, the business risks the Group may encounter are as follows:

- (i) the Group may not be able to retain or renew the existing supply of advertising resources or obtain new advertising resources for the customers, which may lead to loss of customers and businesses;
- (ii) the expansion from traditional advertising to online advertising may face tremendous competition and additional costs;
- (iii) the customers may delay the settlement of the accounts receivable, which may result in a certain credit risk; and
- (iv) the customers may decrease its advertising budget due to the economy slow-down.

#### 報告期後事項

2023年6月30日後並無發生重大事件。

#### 風險及障礙

若干業務風險乃與本集團的正常業務過程有關，本集團或會遭致之業務風險載於下文：

- (i) 本集團可能無法保留或更新現有的廣告固定資源的供應，或無法為客戶獲取新的廣告資源，從而可能導致客戶流失和業務虧損；
- (ii) 從傳統廣告向網上廣告的擴張可能面臨巨大的競爭及額外成本的發生；
- (iii) 客戶可能延遲結算應收賬款，從而可能造成一定的信貸風險；及
- (iv) 由於經濟放緩，客戶可能會減少廣告預算。



## CORPORATE GOVERNANCE AND OTHER INFORMATION

### 企業管治及其他資料

#### CORPORATE GOVERNANCE

The Directors recognize the importance of good corporate governance in management and internal procedures to promote and ensure accountability. The Company's corporate governance practices are based on the principles and code provisions as set out in the section headed "Part 2 — Principles of good corporate governance, code provisions and recommended best practices" of the Corporate Governance Code as set out in Appendix 15 to the GEM Listing Rules (the "**Corporate Governance Code**"). During the Period, the Company has complied with all the code provisions as set out in the Corporate Governance Code and it will continue to comply with the Corporate Governance Code.

#### MODEL CODE FOR SECURITIES TRANSACTIONS BY THE DIRECTORS

The Company has adopted a code of conduct regarding securities transactions by the Directors on terms which are the same as the required standard of dealings set out in Rules 5.48 to 5.67 of the GEM Listing Rules.

The Company periodically issues notices to its Directors reminding them of the absolute prohibition on dealing in the Company's listed securities during the blackout periods before the publication of announcements of financial results. Having made specific enquiry by the Company, all Directors confirmed that they had complied with the required standard of dealings and code of conducts regarding securities transactions during the Period.

#### DEED OF NON-COMPETITION

Shining Icon (BVI) Limited ("**Shining Icon**"), Sense One Limited ("**Sense One**") and Mr. Chow Eric Tse To ("**Mr. Chow**"), who are the controlling shareholders of the Company (as defined in the GEM Listing Rules) and each a covenantor, entered into the Deed of Non-competition in favour of the Company (for the Company and as trustee for each of its subsidiaries) (the "**Deed of Non- Competition**") on 11 December 2019. Details of the Deed of Non-Competition were set out in the section headed "Relationship with Controlling Shareholders" of the Prospectus.

#### 企業管治

董事深明在管理及內部程序方面實行良好企業管治以促進及確保問責的重要性。本公司的企業管治常規乃基於GEM上市規則附錄十五所載企業管治守則(「**企業管治守則**」)「第二部分 一良好企業管治的原則、守則條文及建議最佳常規」一節載列的原則及守則條文。於本期間，本公司已遵守企業管治守則所載的所有守則條文，並將繼續遵守企業管治守則。

#### 董事進行證券交易的標準守則

本公司按與GEM上市規則第5.48至5.67條所載交易必守標準相同的條款採納董事進行證券交易之行為守則。

本公司定期向其董事發出通告，提醒彼等於刊發財務業績公告前的禁售期內絕對禁止買賣本公司的上市證券。經本公司作出特定查詢後，全體董事確認，於本期間，彼等均已遵守有關證券交易之交易必守標準及行為守則。

#### 不競爭契據

Shining Icon (BVI) Limited(「**Shining Icon**」)、Sense One Limited(「**Sense One**」)及周子濤先生(「**周先生**」)(均為本公司控股股東(定義見GEM上市規則)及各自為契諾人)以本公司為受益人(為本公司及作為其各附屬公司的受託人)於2019年12月11日訂立不競爭契據(「**不競爭契據**」)。有關不競爭契據的詳情載於招股章程「與控股股東的關係」一節。

## CORPORATE GOVERNANCE AND OTHER INFORMATION

### 企業管治及其他資料

#### COMPETING INTEREST

During the Period, none of the Directors, or the controlling shareholders or substantial shareholders (as defined in the GEM Listing Rules) of the Company or their respective close associates (as defined in the GEM Listing Rules) had engaged in or had any interest in any business which competes or is likely to compete, either directly or indirectly, with the business of the Group and which requires disclosure pursuant to Rule 11.04 of the GEM Listing Rules, nor did they have any conflict of interest with the Group.

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

The Company did not redeem its listed securities nor did the Company or any of its subsidiaries purchase or sell any of such securities during the Period. Neither the Company nor any of its subsidiaries had issued or granted any convertible securities, options, warrants or similar rights or exercise any conversion or subscription rights under any convertible securities, options, warrants or similar rights during the Period.

#### SHARE OPTION SCHEME

A share option scheme (the “**Share Option Scheme**”) has been conditionally adopted by the Company on 11 December 2019, with an effective term of 10 years from 14 January 2020.

As no share option has been granted by the Company under the Share Option Scheme since the Listing Date, there was no share option outstanding as at 30 June 2023 and no share option was granted, exercised, cancelled or lapsed during the Period. The number of options available for grant under the Share Option Scheme was 18,000,000 as at 1 January 2023 and 30 June 2023, respectively. As at the date of this report, the total number of Shares available for issue under the Share Option Scheme was 18,000,000, representing 10% of the issued share capital of the Company as at the date of this report.

#### 競爭權益

於本期間，本公司董事或控股股東或主要股東（定義見GEM上市規則）或彼等各自緊密聯繫人（定義見GEM上市規則）概無從事與本集團業務直接或間接構成競爭或可能構成競爭的任何業務或於該等業務中擁有權益，而該等業務及權益須根據GEM上市規則第11.04條予以披露，彼等與本集團亦無任何利益衝突。

#### 購買、出售或贖回本公司上市證券

於本期間，本公司概無贖回其上市證券或本公司或其任何附屬公司概無購買或出售任何有關證券。本公司或其任何附屬公司於本期間概無發行或授出任何可轉換證券、期權、認股權證或相似權利，亦無行使任何可轉換證券、期權、認股權證相關之任何轉換或認購權利或相似權利。

#### 購股權計劃

本公司於2019年12月11日有條件採納一項購股權計劃（「**購股權計劃**」），自2020年1月14日起計10年期間內生效。

由於自上市日期起本公司並無根據購股權計劃授出購股權，故於2023年6月30日並無尚未行使的購股權，且於本期間並無購股權已授出、行使、註銷或失效。於2023年1月1日及2023年6月30日，根據購股權計劃可供授出的購股權數目分別為18,000,000份。於本報告日期，根據購股權計劃可供發行的股份總數為18,000,000股，佔本公司於本報告日期已發行股本的10%。

## CORPORATE GOVERNANCE AND OTHER INFORMATION

### 企業管治及其他資料

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

As at 30 June 2023, the interests and short positions of the Directors and chief executives 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 any interests or short positions which they were taken or deemed to have under such provisions of the SFO); or (b) pursuant to section 352 of the SFO, to be entered in the register referred to therein; or (c) to be notified to the Company and the Stock Exchange pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules were as follows:

#### 董事及最高行政人員於股份、相關股份及債權證的權益及淡倉

於2023年6月30日，董事及最高行政人員於本公司或其相聯法團(定義見證券及期貨條例(「證券及期貨條例」)第XV部)的股份、相關股份及債權證中擁有(a)根據證券及期貨條例第XV部第7及第8分部須知會本公司及聯交所的權益及淡倉(包括彼等根據證券及期貨條例之有關條文被當作或視為擁有之任何權益或淡倉)；或(b)根據證券及期貨條例第352條登記於該條所指的登記冊內的權益及淡倉；或(c)根據GEM上市規則第5.46至5.67條須知會本公司及聯交所的權益及淡倉如下：

Name of Directors	Capacity/nature of interest	Number of Shares held (Note 1)	Approximate percentage of shareholding (%) (Note 5)
董事姓名	身份／權益性質	持股數目 (附註1)	概約持股百分比(%) (附註5)
Mr. Chow (Note 2)	Interest in a controlled corporation	87,750,000 Shares (L)	48.75%
周先生(附註2)	受控制法團權益	87,750,000股股份(L)	48.75%
Mr. Lau Tung Hei Derek ("Mr. Lau") (Note 3)	Interest in a controlled corporation	13,500,000 Shares (L)	7.50%
劉東曦先生(「劉先生」)(附註3)	受控制法團權益	13,500,000股股份(L)	7.50%
Ms. Cai Xiaoshan ("Ms. Cai") (Note 4)	Interest in a controlled corporation	33,750,000 Shares (L)	18.75%
蔡曉珊女士(「蔡女士」)(附註4)	受控制法團權益	33,750,000股股份(L)	18.75%

## CORPORATE GOVERNANCE AND OTHER INFORMATION

### 企業管治及其他資料

Notes:

1. The letter “L” denotes a long position in our Shares.
2. Shining Icon and Sense One are wholly-owned by Mr. Chow. Therefore, Mr. Chow is deemed to be interested in the Shares held by Shining Icon and Sense One pursuant to the SFO.
3. Master Connection Limited (“**Master Connection**”) is wholly-owned by Mr. Lau. Therefore, Mr. Lau is deemed to be interested in the Shares held by Master Connection pursuant to the SFO.
4. Focus Wonder Limited (“**Focus Wonder**”) is wholly-owned by Ms. Cai. Therefore, Ms. Cai is deemed to be interested in the Shares held by Focus Wonder pursuant to the SFO.
5. The calculation is based on the total number of 180,000,000 Shares in issue as at 30 June 2023.

Save as disclosed above, as at 30 June 2023, none of the Directors or chief executives of the Company has any interests and short positions in the Shares, underlying Shares or debentures of the Company or any associated corporation (within the meaning of Part XV of 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 any interests or short positions which they were taken or deemed to have under such provisions of the SFO); or (b) pursuant to section 352 of the SFO, to be entered in the register referred to therein; or (c) to be notified to the Company and the Stock Exchange pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules.

附註：

1. 字母「L」指於股份的好倉。
2. Shining Icon 及 Sense One 由周先生全資擁有。因此，周先生根據證券及期貨條例被視為於 Shining Icon 及 Sense One 持有的股份中擁有權益。
3. Master Connection Limited (「**Master Connection**」) 由劉先生全資擁有。因此，劉先生根據證券及期貨條例被視為於 Master Connection 持有的股份中擁有權益。
4. Focus Wonder Limited (「**Focus Wonder**」) 由蔡女士全資擁有。因此，蔡女士根據證券及期貨條例被視為於 Focus Wonder 持有的股份中擁有權益。
5. 計算乃基於 2023 年 6 月 30 日已發行股份總數 180,000,000 股。

除上文所披露者外，於 2023 年 6 月 30 日，概無任何董事或本公司最高行政人員於本公司或任何相聯法團（定義見證券及期貨條例第 XV 部）的股份、相關股份或債權證中擁有 (a) 根據證券及期貨條例第 XV 部第 7 及第 8 分部須知會本公司及聯交所的任何權益及淡倉（包括彼等根據證券及期貨條例之有關條文被當作或視為擁有之權益或淡倉）；或 (b) 根據證券及期貨條例第 352 條登記於該條所指的登記冊內的任何權益及淡倉；或 (c) 根據 GEM 上市規則第 5.46 至 5.67 條須知會本公司及聯交所的任何權益及淡倉。

## CORPORATE GOVERNANCE AND OTHER INFORMATION

### 企業管治及其他資料

#### SUBSTANTIAL SHAREHOLDERS' INTERESTS IN SHARES, UNDERLYING SHARES AND DEBENTURES

As at 30 June 2023, the following entities (not being the Directors or chief executives of the Company) had, or were deemed to have, interests or short positions in the Shares and underlying shares of the Company which would fall to be disclosed to the Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO or which were required to be recorded in the register of interests required to be kept by the Company under Section 336 of the SFO:

#### 主要股東於股份、相關股份及債權證中的權益

於2023年6月30日，以下實體（並非董事或本公司最高行政人員）於本公司股份及相關股份中擁有或被視為擁有根據證券及期貨條例第XV部第2及3分部之規定須向本公司及聯交所披露的權益或淡倉或須記入本公司根據證券及期貨條例第336條存置之權益登記冊內的權益或淡倉：

Name of shareholders	Capacity/nature of interest	Number of Shares held (Note 1)	Approximate percentage of shareholding (%) (Note 2)
股東名稱	身份／權益性質	持股數目 (附註1)	概約持股百分比(%) (附註2)
Shining Icon	Beneficial Owner	69,660,000 Shares (L)	38.70%
Shining Icon	實益擁有人	69,660,000 股股份(L)	38.70%
Focus Wonder	Beneficial Owner	33,750,000 Shares (L)	18.75%
Focus Wonder	實益擁有人	33,750,000 股股份(L)	18.75%
Sense One	Beneficial Owner	18,090,000 Shares (L)	10.05%
Sense One	實益擁有人	18,090,000 股股份(L)	10.05%
Master Connection	Beneficial Owner	13,500,000 Shares (L)	7.50%
Master Connection	實益擁有人	13,500,000 股股份(L)	7.50%

## CORPORATE GOVERNANCE AND OTHER INFORMATION

### 企業管治及其他資料

Notes:

- (1) The letter "L" denotes a long position in our Shares.
- (2) The calculation is based on the total number of 180,000,000 Shares in issue as at 30 June 2023.

Save as disclosed above, as at 30 June 2023, no other entities or persons other than the Directors and chief executives of the Company whose interests are set out in the paragraph headed "Directors' and chief executives' interests and short positions in Shares, underlying shares and debentures" above, had any interests or short positions in the Shares or underlying Shares which were required to be disclosed to the Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO; or which were required to be recorded in the register required to be kept by the Company under Section 336 of the SFO.

附註：

- (1) 字母「L」指於股份的好倉。
- (2) 計算乃基於2023年6月30日已發行股份總數180,000,000股。

除上文所披露者外，於2023年6月30日，概無其他實體或人士（董事及本公司最高行政人員除外，其權益載於上文「董事及最高行政人員於股份、相關股份及債權證的權益及淡倉」一段）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分部之規定須向本公司及聯交所披露的任何權益或淡倉，或須記入本公司根據證券及期貨條例第336條存置之登記冊內的任何權益或淡倉。

#### AUDIT COMMITTEE AND REVIEW OF INTERIM RESULTS

The audit committee of the Board (the “**Audit Committee**”) is responsible for reviewing and providing supervision over the Group’s financial reporting process, risk management and internal control system, and providing advice to the Board. The Company established the Audit Committee with written terms of reference in compliance with the GEM Listing Rules.

The Audit Committee consists of three independent non-executive Directors, namely Mr. Lee Siu Hang Foster, Ms. Tam Hon Shan Celia and Mr. Tian Tao. Mr. Lee Siu Hang Foster is the chairperson of the Audit Committee. The Audit Committee has reviewed with the management the accounting policies and practices adopted by the Group and discussed with the management the internal control and financial reporting matters of the Company, including the review of the unaudited consolidated results of the Group for the Period (the “**Results**”) and this report. The Audit Committee is of the opinion that the Results have been prepared in compliance with the applicable accounting standards, the GEM Listing Rules and legal requirements and that adequate disclosure has been made.

By order of the Board

**Icon Culture Global Company Limited**

**Chow Eric Tse To**

*Chairman and Executive Director*

Hong Kong, 11 August 2023

#### 審核委員會及審閱中期業績

董事會審核委員會（「**審核委員會**」）負責審閱及監督本集團的財務報告流程、風險管理及內部控制系統，並向董事會提供建議。本公司成立審核委員會，並遵照GEM上市規則訂立書面職權範圍。

審核委員會包括三名獨立非執行董事，即李兆鏗先生、譚漢珊女士及田濤先生。李兆鏗先生為審核委員會主席。審核委員會已聯同管理層審閱本集團採納的會計政策及慣例，並與管理層討論本公司的內部控制及財務報告事宜，包括審閱本集團本期間的未經審核綜合業績（「**業績**」）及本報告。審核委員會認為，編製業績符合適用會計準則、GEM上市規則及法律規定，並已作出足夠披露。

承董事會命

天泓文創國際集團有限公司

主席及執行董事

周子濤

香港，2023年8月11日

## CONSOLIDATED STATEMENT OF PROFIT OR LOSS

### 綜合損益表

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

		Six months ended 30 June 截至6月30日止六個月		
		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元	
	Note 附註			
<b>Revenue</b>	收益	2	<b>13,545</b>	50,285
Cost of sales	銷售成本		<b>(15,101)</b>	(54,423)
<b>Gross loss</b>	毛虧損		<b>(1,556)</b>	(4,138)
Other revenue	其他收益		<b>127</b>	340
Other net loss	其他虧損淨額		<b>-</b>	(154)
Selling expenses	銷售開支		<b>(859)</b>	(1,935)
Administrative expenses	行政開支		<b>(8,499)</b>	(26,124)
<b>Loss from operations</b>	經營虧損		<b>(10,787)</b>	(32,011)
Finance costs	財務費用	3(a)	<b>(501)</b>	(413)
<b>Loss before taxation</b>	除稅前虧損	3	<b>(11,288)</b>	(32,424)
Income tax	所得稅	4	<b>1,934</b>	8,092
<b>Loss for the period attributable to equity shareholders of the Company</b>	本公司權益股東應佔期內虧損		<b>(9,354)</b>	(24,332)
<b>Loss per share (RMB)</b>	每股虧損(人民幣)	5		
Basic	基本		<b>(0.05)</b>	(0.14)
Diluted	攤薄		<b>(0.05)</b>	(0.14)

The notes on pages 31 to 48 form part of this interim financial report.  
第31至48頁的附註構成本中期財務報告的一部分。



## CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME 綜合損益及其他全面收益表

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

		<b>Six months ended 30 June</b> 截至6月30日止六個月	
		<b>2023</b>	2022
		<b>2023年</b>	2022年
		<b>RMB'000</b>	RMB'000
		人民幣千元	人民幣千元
<b>Loss for the period attributable to equity shareholders of the Company</b>	本公司權益股東應佔期內虧損	<b>(9,354)</b>	(24,332)
<b>Other comprehensive income for the period</b>	期內其他全面收益		
Exchange differences on translation of financial statements of entities not using Renminbi (“RMB”) as functional currency	換算不使用人民幣(「人民幣」)作為功能貨幣的實體財務報表的匯兌差額	<b>15</b>	29
<b>Total comprehensive income for the period attributable to equity shareholders of the Company</b>	本公司權益股東應佔期內全面收益總額	<b>(9,339)</b>	(24,303)

The notes on pages 31 to 48 form part of this interim financial report.  
第31至48頁的附註構成本中期財務報告的一部分。

## CONSOLIDATED STATEMENT OF FINANCIAL POSITION

### 綜合財務狀況表

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

		At 30 June 2023 於2023年 6月30日 RMB'000 人民幣千元	At 31 December 2022 於2022年 12月31日 RMB'000 人民幣千元
	Note 附註		
<b>Non-current assets</b>	<b>非流動資產</b>		
Property, plant and equipment	物業、廠房及設備	346	1,458
Right-of-use assets	使用權資產	1,530	7,240
Deferred tax assets	遞延稅項資產	8,436	8,724
Other non-current assets	其他非流動資產	-	965
<b>Total non-current assets</b>	<b>非流動資產總值</b>	<b>10,312</b>	18,387
<b>Current assets</b>	<b>流動資產</b>		
Contract cost	合約成本	4,784	4,254
Trade and other receivables	貿易及其他應收款項	100,443	106,395
Restricted deposits with a bank	存放在一間銀行的 受限制存款	7	7
Cash and cash equivalents	現金及現金等價物	1,313	12,019
<b>Total current assets</b>	<b>流動資產總值</b>	<b>106,547</b>	122,675
<b>Current liabilities</b>	<b>流動負債</b>		
Trade and other payables	貿易及其他應付款項	20,759	23,396
Contract liabilities	合約負債	15,463	14,119
Bank loans	銀行貸款	15,000	20,000
Lease liabilities	租賃負債	2,280	4,707
Current taxation	即期稅項	58	2,707
<b>Total current liabilities</b>	<b>流動負債總額</b>	<b>53,560</b>	64,929
<b>Net current assets</b>	<b>流動資產淨值</b>	<b>52,987</b>	57,746
<b>Total assets less current liabilities</b>	<b>資產總值減流動負債</b>	<b>63,299</b>	76,133

**CONSOLIDATED STATEMENT OF FINANCIAL POSITION (CONT'D)****綜合財務狀況表(續)**

At 30 June 2023 — unaudited 於2023年6月30日 — 未經審核

(Expressed in Renminbi) (以人民幣列示)

		At 30 June 2023 於2023年 6月30日 RMB'000 人民幣千元	At 31 December 2022 於2022年 12月31日 RMB'000 人民幣千元
	Note 附註		
<b>Non-current liabilities</b>	<b>非流動負債</b>		
Deferred tax liabilities	遞延稅項負債	187	–
Lease liabilities	租賃負債	–	3,682
<b>Total non-current liabilities</b>	<b>非流動負債總額</b>	<b>187</b>	3,682
<b>Net assets</b>	<b>資產淨值</b>	<b>63,112</b>	72,451
<b>Capital and reserves</b>	<b>資本及儲備</b>		
Share capital	股本	1,596	1,596
Reserves	儲備	61,516	70,855
<b>Total equity</b>	<b>權益總額</b>	<b>63,112</b>	72,451

Approved and authorised for issue by the board of directors on 11 August 2023.

經董事會於2023年8月11日批准及授權發行。

**Liang Wei**

梁薇

Director

董事

**Liu Biao**

劉標

Director

董事

## CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

### 綜合權益變動表

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

		Share capital	Share premium	Other reserve	Statutory reserve	Exchange reserve	Accumulated loss	Total
		股本	股份溢價	其他儲備	法定儲備	匯兌儲備	累計虧損	總計
		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
<b>Balance at 1 January 2023</b>	於2023年1月1日的結餘	1,596	91,866	(11,907)	8,407	(35)	(17,476)	72,451
<b>Changes in equity for the six months ended 30 June 2023:</b>	截至2023年6月30日止六個月權益變動：							
Loss for the period	期內虧損	-	-	-	-	-	(9,354)	(9,354)
Other comprehensive income	其他全面收益	-	-	-	-	15	-	15
Total comprehensive income	全面收益總額	-	-	-	-	15	-	15
<b>Balance at 30 June 2023</b>	於2023年6月30日的結餘	1,596	91,866	(11,907)	8,407	(20)	(26,830)	63,112

The notes on pages 31 to 48 form part of this interim financial report.  
第31至48頁的附註構成本中期財務報告的一部分。

## CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (CONT'D)

### 綜合權益變動表(續)

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

		Share capital	Share premium	Other reserve	Statutory reserve	Exchange reserve	Retained earnings/ (accumulated loss)	Total
		股本	股份溢價	其他儲備	法定儲備	匯兌儲備	保留盈利/ (累計虧損)	總計
		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
<b>Balance at 1 January 2022</b>	<b>於2022年1月1日 的結餘</b>	1,596	91,866	(11,907)	8,407	11	22,284	112,257
<b>Changes in equity for the six months ended 30 June 2022:</b>	<b>截至2022年6月30日 止六個月權益變動：</b>							
Loss for the period	期內虧損	-	-	-	-	-	(24,332)	(24,332)
Other comprehensive income	其他全面收益	-	-	-	-	29	-	29
Total comprehensive income	全面收益總額	-	-	-	-	29	(24,332)	(24,303)
<b>Balance at 30 June 2022</b>	<b>於2022年6月30日 的結餘</b>	1,596	91,866	(11,907)	8,407	40	(2,048)	87,954

The notes on pages 31 to 48 form part of this interim financial report.  
第31至48頁的附註構成本中期財務報告的一部分。

## CONDENSED CONSOLIDATED CASH FLOW STATEMENT

### 簡明綜合現金流量表

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

		Six months ended 30 June 截至6月30日止六個月	
		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
<b>Operating activities</b>	<b>經營活動</b>		
Cash used in operations	營運所用現金	<b>(3,402)</b>	(10,336)
Income tax paid	已付所得稅	-	(5,425)
<b>Net cash used in operating activities</b>	<b>經營活動所用現金淨額</b>	<b>(3,402)</b>	(15,761)
<b>Investing activities</b>	<b>投資活動</b>		
Payments for purchase of property, plant and equipment	購置物業、廠房及設備之付款	-	(247)
<b>Net cash used in investing activities</b>	<b>投資活動所用現金淨額</b>	-	(247)

**CONDENSED CONSOLIDATED CASH FLOW STATEMENT (CONT'D)****簡明綜合現金流量表(續)**

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

		<b>Six months ended 30 June</b> 截至6月30日止六個月	
		<b>2023</b>	2022
		<b>2023年</b>	2022年
		<b>RMB'000</b>	RMB'000
		人民幣千元	人民幣千元
<b>Financing activities</b>	<b>融資活動</b>		
Capital element of lease rentals paid	已付租賃租金的資本部分	<b>(1,822)</b>	(1,695)
Interest element of lease rentals paid	已付租賃租金的利息部分	<b>(160)</b>	(240)
Proceeds from bank loans	銀行貸款所得款項	<b>5,000</b>	10,000
Repayment of bank loans	償還銀行貸款	<b>(10,000)</b>	-
Borrowing cost paid	已付借款成本	<b>(337)</b>	(173)
<b>Net cash (used in)/generated from financing activities</b>	<b>融資活動(所用)/所得現金淨額</b>	<b>(7,319)</b>	7,892
<b>Net decrease in cash and cash equivalents</b>	<b>現金及現金等價物減少淨額</b>	<b>(10,721)</b>	(8,116)
<b>Cash and cash equivalents at 1 January</b>	<b>於1月1日的現金及現金等價物</b>	<b>12,026</b>	12,318
<b>Effect of foreign exchange rates changes</b>	<b>外匯匯率變動的影響</b>	<b>15</b>	29
<b>Cash and cash equivalents at 30 June</b>	<b>於6月30日的現金及現金等價物</b>	<b>1,320</b>	4,231

The notes on pages 31 to 48 form part of this interim financial report.  
第31至48頁的附註構成本中期財務報告的一部分。

## 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) (除另有所指外，均以人民幣列示)

#### 1 SIGNIFICANT ACCOUNTING POLICIES

##### (a) 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 11 August 2023.

The interim financial report has been prepared in accordance with the same accounting policies adopted in the 2022 annual financial statements, except for the accounting policy changes that are expected to be reflected in the 2023 annual financial statements. Details of any changes in accounting policies are set out in note 1(b).

The preparation of an interim financial report in conformity with HKAS 34 requires management to make judgements, 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.

#### 1. 主要會計政策

##### (a) 編製基準

本中期財務報告乃按照香港聯合交易所有限公司證券上市規則之適用披露規定而編製，當中包括符合香港會計師公會所頒佈之香港會計準則第34號中期財務報告之規定。其於2023年8月11日獲授權刊發。

除預期將於2023年年度財務報表中反映的會計政策變動外，中期財務報告已按照2022年年度財務報表所採納的相同會計政策編製。會計政策任何變動的詳情載於附註1(b)。

管理層於編製符合香港會計準則第34號之中期財務報告時，須按年初至今基準作出對所採用政策及所呈報之資產和負債、收入和開支金額造成影響之判斷、估計及假設。實際結果可能與該等估計有所不同。



## NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT (CONT'D)

### 未經審核中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有所指外，均以人民幣列示)

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 Icon Culture Global Company Limited (the “**Company**”) and its subsidiaries (together the “**Group**”) since the 2022 annual financial statements. The condensed consolidated interim financial statements and notes thereon do not include all of the information required for a full set of financial statements prepared in accordance with HKFRSs.

本中期財務報告包含簡明綜合財務報表及部分附註解釋。附註闡述了自2022年年度財務報表刊發以來，對瞭解天泓文創國際集團有限公司(「**本公司**」)及其附屬公司(統稱為「**本集團**」)之財務狀況變動和表現而言屬重要之事件和交易。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編製完整財務報表所需之一切資料。

## NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT (CONT'D)

### 未經審核中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有所指外，均以人民幣列示)

#### (b) Changes in accounting policies

The Group has applied the following new and amended HKFRSs issued by the HKICPA to this interim financial report for the current accounting period:

- HKFRS 17, *Insurance contracts*
- Amendments to HKAS 1 and HKFRS Practice Statement 2, *Disclosure of Accounting Policies*
- Amendments to HKAS 8, *Definition of accounting estimates*
- Amendments to HKAS 12, *Deferred tax related to assets and liabilities arising from a single transaction*

None of these developments have had a material effect on how the Group's results and financial position for the current or prior periods have been prepared or presented in this interim financial report. The Group has not applied any new standard or interpretation that is not yet effective for the current accounting period.

#### (b) 會計政策變動

本集團已就本會計期間之中期財務報告應用下列由香港會計師公會頒佈之新訂及經修訂香港財務報告準則：

- 香港財務報告準則第17號，*保險合約*
- 香港會計準則第1號及香港財務報告準則實務聲明第2號的修訂，*會計政策的披露*
- 香港會計準則第8號的修訂，*會計估計的定義*
- 香港會計準則第12號的修訂，*單一交易所產生資產及負債相關的遞延稅項*

該等發展概無對本中期財務報告中編製或呈列本集團於當前或過往期間的業績及財務狀況的方式產生重大影響。本集團並無應用於本會計期間尚未生效的任何新準則或詮釋。

## NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT (CONT'D)

### 未經審核中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有所指外，均以人民幣列示)

## 2 REVENUE AND SEGMENT INFORMATION

### (a) Revenue

The principal activities of the Group are rendering of traditional offline media advertising, online media advertising, public relations, marketing campaigns and other services. Further details regarding the Group's principal activities are disclosed in note 2(b).

#### Disaggregation of revenue

Disaggregation of revenue from contracts with customers by major service lines is as follows:

## 2. 收益及分部信息

### (a) 收益

本集團之主要業務為提供傳統線下媒體廣告、網上媒體廣告、公關、營銷活動及其他服務。本集團主要業務之進一步詳情於附註2(b)內披露。

#### 收益分列

來自客戶合約的收益按主要服務線的分列如下：

		Six months ended 30 June 截至6月30日止六個月	
		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
<b>Revenue from contracts with customers within the scope of HKFRS 15</b>	香港財務報告準則第15號範圍內的來自客戶合約的收益		
Disaggregated by major service lines	按主要服務線的分列		
Traditional offline media advertising services	傳統線下媒體廣告服務		
— acting as a principal	— 作為主要責任人	<b>11,249</b>	46,531
Online media advertising services	網上媒體廣告服務		
— acting as a principal	— 作為主要責任人	<b>1,771</b>	2,249
— acting as an agent	— 作為代理	<b>100</b>	59
Public relations, marketing campaigns and other services*	公關、營銷活動及其他服務*		
— acting as a principal	— 作為主要責任人	<b>425</b>	1,446
		<b>13,545</b>	50,285

\* Revenue from PR, marketing campaigns includes revenue of sales of goods.

\* 來自公關、營銷活動的收益包括銷售貨品的收益。

## NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT (CONT'D)

### 未經審核中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有所指外，均以人民幣列示)

#### (b) Segment information

The Group manages its businesses by divisions, which are organised by business lines. In a manner 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 has presented the following two reportable segments. No operating segments have been aggregated to form the following reportable segments.

- Traditional offline media advertising services: operation of media advertising services on television and other broadcasting channels, newspapers, journals, public transports, elevators and lifts;
- Online media advertising services: operation of media advertising services on selected websites, online social media groups and applications (refer to as "Apps");

#### (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 attributable to each reportable segment on the following bases:

#### (b) 分部信息

本集團透過按業務線組成分部管理業務。按與向本集團最高層行政管理人員就分配資源及表現評估的內部匯報資料一致方式，本集團已呈報下列兩個可報告分部。本集團並無將經營分部合併，以組成以下的可報告分部。

- 傳統線下媒體廣告服務：於電視及其他廣播渠道、報章、刊物、公共交通、電梯及升降機經營媒體廣告服務；
- 網上媒體廣告服務：於選定網站、網上社交媒體群組及應用程式(指「應用程式」)經營媒體廣告服務；

#### (i) 分部業績、資產及負債

就評估分部表現及分配分部間資源而言，本集團之高級行政管理人員乃按以下基準監察各可報告分部應佔之業績：

## NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT (CONT'D)

### 未經審核中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有所指外，均以人民幣列示)

Revenue and costs are allocated to the reportable segments with reference to sales generated by those segments and the costs incurred by those segments or which otherwise arise from the depreciation of assets attributable to those segments. However, assistance provided by one segment to another, including sharing of assets, is not measured.

The Group's senior executive management is provided with segment information concerning segment revenue and profit. Segment assets and liabilities are not reported to the Group's senior executive management regularly.

The measure used for reporting segment profit is "adjusted EBITDA" i.e. "adjusted earnings before finance costs, interest income, taxes and depreciation", where "interest" is regarded as including investment income and "depreciation and amortisation" is regarded as including impairment loss on non-current assets. To arrive at adjusted EBITDA the Group's earnings are further adjusted for items not specifically attributed to individual segments, such as staff costs, directors' and auditors' remuneration and other head office or corporate administration costs.

收益及成本乃參考該等分部所產生之銷售額及成本，或因該等分部應佔資產之折舊所產生之成本而分配至可報告分部。然而，分部之間之支援，包括共用資產，則不會計量。

本集團之高級行政管理人員獲提供有關分部收益及溢利之分部信息。分部資產及負債並無定期向本集團高級行政管理人員匯報。

報告分部溢利所用之計量是「調整扣除財務費用、利息收入、稅項及折舊前盈利」，其中「利息」被視為包括投資收入，而「折舊及攤銷」被視為包括非流動資產減值虧損。為符合調整扣除財務費用、利息收入、稅項及折舊前盈利，本集團會就並無明確歸因於個別分部之項目，如員工成本、董事及核數師報酬及其他總公司或企業行政成本，進一步調整盈利。

## NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT (CONT'D)

### 未經審核中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有所指外，均以人民幣列示)

Disaggregation of revenue from contracts with customers by the timing of revenue recognition, as well as information regarding the Group's reportable segments as provided to the Group's most senior executive management for the purposes of resource allocation and assessment of segment performance for the six months ended 30 June 2023 and 2022 is set out below.

截至2023年及2022年6月30日止六個月，按確認收益時間分類的來自客戶合約的收益分列，以及本集團最高層行政管理人員取得有關本集團可報告分部的資料(以供其進行資源分配及分部表現評估)載列如下。

For the six months ended 30 June 2023	截至2023年6月30日 止六個月	Traditional offline media	Online media	Other	Total
		advertising services	advertising services	services*	
		傳統線下 媒體廣告服務	網上媒體 廣告服務	其他服務*	總計
		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
Disaggregated by timing of revenue recognition	按確認收益時間分列				
Point in time	於某時間點確認	619	428	426	1,473
Over time	隨時間確認	10,630	1,442	-	12,072
Reportable segment revenue	可報告分部收益	11,249	1,870	426	13,545
Reportable segment profit (adjusted EBITDA)	可報告分部溢利(調整扣除 財務費用、利息收入、 稅項及折舊前盈利)	2,448	(92)	34	2,390

## NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT (CONT'D)

### 未經審核中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有所指外，均以人民幣列示)

For the six months ended 30 June 2022	截至2022年6月30日 止六個月	Traditional offline media advertising services	Online media advertising services	Other services*	Total
		傳統線下 媒體廣告服務 RMB'000 人民幣千元	網上媒體 廣告服務 RMB'000 人民幣千元	其他服務* RMB'000 人民幣千元	總計 RMB'000 人民幣千元
<b>Disaggregated by timing of revenue recognition</b>					
Point in time	於某時間點確認	-	1,742	563	2,305
Over time	隨時間確認	46,531	566	883	47,980
<b>Reportable segment revenue</b>		46,531	2,308	1,446	50,285
<b>Reportable segment profit (adjusted EBITDA)</b>		8,030	(5,183)	570	3,417

\* Other services include devising strategies, formulating advertising solutions, co-ordinating with media platforms as well as organising and executing campaigns.

\* 其他服務包括設定策略、制定廣告解決方案、與媒體平台協調以及組織及舉辦活動。

**NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT (CONT'D)**

**未經審核中期財務報告附註(續)**

(Expressed in Renminbi unless otherwise indicated) (除另有所指外，均以人民幣列示)

**(ii) Reconciliations of reportable segment profits**

**(ii) 可報告分部溢利的對賬**

		<b>Six months ended 30 June</b>	
		<b>截至 6 月 30 日止六個月</b>	
		<b>2023</b>	2022
		<b>2023 年</b>	2022 年
		<b>RMB'000</b>	RMB'000
		<b>人民幣千元</b>	人民幣千元
Reportable segment profit	可報告分部溢利	<b>2,390</b>	3,417
Depreciation	折舊		
— Property, plant and equipment	— 物業、廠房及設備	<b>(1,177)</b>	(172)
— Right-of-use assets	— 使用權資產	<b>(1,822)</b>	(1,834)
Finance costs	財務費用	<b>(501)</b>	(413)
Other revenue	其他收益	<b>127</b>	340
Other net loss	其他淨虧損	<b>—</b>	(154)
Unallocated head office and corporate expenses and other expenses	未分配總公司及企業開支以及其他開支	<b>(10,305)</b>	(33,608)
Consolidated loss before taxation	綜合除稅前虧損	<b>(11,288)</b>	(32,424)



## NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT (CONT'D)

### 未經審核中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有所指外，均以人民幣列示)

#### 3 LOSS BEFORE TAXATION

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

##### (a) Finance costs

		Six months ended 30 June 截至6月30日止六個月	
		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Interest on bank loans	銀行貸款利息	337	173
Interest on lease liabilities	租賃負債利息	160	240
Bank charges	銀行手續費	4	-
		<b>501</b>	413

##### (b) Staff costs (including directors' emoluments)

		Six months ended 30 June 截至6月30日止六個月	
		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Salaries, wages, bonuses and benefits	薪金、工資、花紅及福利	5,048	7,742
Contributions to retirement schemes	退休計劃供款	481	1,331
		<b>5,529</b>	9,073

The Group has no other material obligations for payments of pension benefits beyond the contributions described above.

#### 3. 除稅前虧損

除稅前虧損乃經扣除/(計入)下列各項後達致：

##### (a) 財務費用

##### (b) 員工成本(包括董事酬金)

除上述供款外，本集團毋須承擔其他退休金福利付款的重大責任。

**NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT (CONT'D)**

**未經審核中期財務報告附註(續)**

(Expressed in Renminbi unless otherwise indicated) (除另有所指外，均以人民幣列示)

**(c) Other items**

**(c) 其他項目**

		<b>Six months ended 30 June</b>	
		<b>截至6月30日止六個月</b>	
		<b>2023</b>	2022
		<b>2023年</b>	2022年
		<b>RMB'000</b>	RMB'000
		<b>人民幣千元</b>	人民幣千元
Media costs	媒體成本	<b>12,059</b>	45,972
Costs for public relations, marketing campaigns and other services	公關、營銷活動及其他服務成本	<b>391</b>	875
		<b>12,450</b>	46,847
Depreciation charge	折舊支出		
— Property, plant and equipment	— 物業、廠房及設備	<b>1,177</b>	172
— Right-of-use assets	— 使用權資產	<b>1,822</b>	1,834
		<b>2,999</b>	2,006
Recognition/(Reversal) of credit loss allowance for	確認/(轉回)以下項目的信貸虧損撥備		
— Trade receivables	— 貿易應收款項	<b>4,284</b>	20,115
— Other receivables	— 其他應收款項	<b>(880)</b>	—
		<b>3,404</b>	20,115

## NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT (CONT'D)

### 未經審核中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有所指外，均以人民幣列示)

#### 4 INCOME TAX

#### 4. 所得稅

		Six months ended 30 June 截至6月30日止六個月	
		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
<b>Deferred tax</b>	<b>遞延稅項</b>		
Origination of temporary differences	產生暫時性差異	<b>1,934</b>	8,092

#### 5. LOSS PER SHARE

#### 5. 每股虧損

##### (a) Basic loss per share

The calculation of basic loss per share is based on the loss attributable to equity shareholders of the Company of RMB9,354,000 (six months ended 30 June 2022: RMB8,879,000) and the weighted average of 180,000,000 ordinary shares (six months ended 30 June 2022: 180,000,000 shares)

##### (a) 每股基本虧損

每股基本虧損乃根據本公司權益股東應佔虧損人民幣9,354,000元(截至2022年6月30日止六個月：人民幣8,879,000元)及180,000,000股普通股(截至2022年6月30日止六個月：180,000,000股)加權平均數計算得出。

##### (b) Diluted loss per share

During the six months ended 30 June 2023 and 2022, there were no dilutive potential ordinary shares issued.

##### (b) 每股攤薄虧損

截至2023年及2022年6月30日止六個月，概無發行潛在攤薄普通股。

## NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT (CONT'D)

### 未經審核中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有所指外，均以人民幣列示)

#### 6 TRADE AND OTHER RECEIVABLES

As of the end of the reporting period, the ageing analysis of trade debtors and bills receivable (which are included in trade and other receivables), based on the date of revenue recognition and net of loss allowance, is as follows:

#### 6. 貿易及其他應收款項

截至報告期末，貿易應收賬款及應收票據(列示在貿易及其他應收款項下)按收益確認日期及扣除虧損撥備的賬齡分析如下：

		At 30 June 2023 於2023年 6月30日 RMB'000 人民幣千元	At 31 December 2022 於2022年 12月31日 RMB'000 人民幣千元
Within 1 month	一個月內	18,140	2,866
1 to 3 months	一至三個月	17,539	4,764
3 to 12 months	三至十二個月	37,677	97,384
Over 12 months	超過十二個月	24,391	-
Trade debtors and bills receivable, net of loss allowance	貿易應收賬款及應收票據， 扣除虧損撥備	<b>97,747</b>	105,014
Deposit and prepayments for media costs	媒體成本的按金及 預付款項	-	444
Others	其他	4,196	3,317
Less: loss allowance of other receivables	減：其他應收款項的 虧損撥備	<b>(1,500)</b>	(2,380)
Subtotal	小計	<b>2,696</b>	1,381
		<b>100,443</b>	106,395

## NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT (CONT'D)

### 未經審核中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有所指外，均以人民幣列示)

#### 7 TRADE AND OTHER PAYABLES

As of the end of the reporting period, the ageing analysis of trade creditors, based on the invoice date, is as follows:

#### 7. 貿易及其他應付款項

截至報告期末，貿易應付賬款按發票日期的賬齡分析如下：

		At 30 June 2023 於2023年 6月30日 RMB'000 人民幣千元	At 31 December 2022 於2022年 12月31日 RMB'000 人民幣千元
Within 1 month	一個月內	4,703	3,361
1 to 3 months	一至三個月	2,565	4,321
3 to 12 months	三至十二個月	3,773	6,162
Over 12 months	超過十二個月	4,706	4,862
Total creditors	應付賬款總額	15,747	18,706
Other tax payables	其他應付稅項	-	219
Payroll payables	應付工資	816	719
Others	其他	4,196	3,752
		20,759	23,396

#### 8. BANK LOANS

At 30 June 2023, RMB5,000,000 (31 December 2022: RMB10,000,000) of the bank facilities of the Group were guaranteed by a director and pledged by the accounts receivable with amount of RMB6,360,000 (31 December 2022: RMB31,200,000) of the Group. The other bank facilities of RMB10,000,000 (31 December 2022: RMB10,000,000) were guaranteed by another director.

#### 8. 銀行貸款

於2023年6月30日，本集團銀行貸款人民幣5,000,000元(2022年12月31日：人民幣10,000,000元)由本集團董事擔保，並由應收賬款人民幣6,360,000元(2022年12月31日：人民幣31,200,000元)抵押。其他銀行貸款人民幣10,000,000元(2022年12月31日：人民幣10,000,000元)由另一位董事擔保。

## NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT (CONT'D)

### 未經審核中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有所指外，均以人民幣列示)

The bank facilities are subject to the fulfilment of covenants, as are commonly found in lending arrangements with financial institutions. If the Group were to breach the covenants, the drawn down facilities would become payable on demand. The Group regularly monitors its compliance with these covenants. As at 30 June 2023, none of the covenants relating to drawn down facilities had been breached (31 December 2022: nil).

The repayment schedule of bank loans is within one year.

該筆銀行貸款須履行常存在於與金融機構訂立的借貸安排中的契諾。倘本集團違反有關契諾，則已支取的貸款將按要求償還。本集團定期監察其遵守有關契諾的情況。於2023年6月30日，概無違反與已支取貸款有關的契諾(2022年12月31日：無)。

銀行貸款的還款期限為一年內。

## 9 CAPITAL, RESERVES AND DIVIDENDS

### (a) Dividends

The Board does not propose any payment of interim dividends for the six months ended 30 June 2023 (six months ended 30 June 2022: nil).

### (b) Capital management

The Group's primary objective when managing capital are to safeguard the Group's ability to continue as a going concern, so that it can continue to provide returns for 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.

## 9. 股本、儲備及股息

### (a) 股息

董事會並無就截至2023年6月30日止六個月建議派付中期股息(截至2022年6月30日止六個月：無)。

### (b) 資本管理

本集團管理資本主要旨在保障本集團能夠持續經營，透過與風險水平對等的產品和服務定價及按合理成本取得融資，從而能夠繼續為股東帶來回報及為其他持份者提供利益。

## NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT (CONT'D)

### 未經審核中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有所指外，均以人民幣列示)

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

Neither the Company nor its subsidiaries are subject to externally imposed capital requirements.

本集團積極及定期檢討及管理其資本架構，以維持較高借款水平可能帶來較高股東回報與取得充裕資金狀況所帶來的裨益及保障之間的平衡，並就經濟環境的轉變對資本架構進行調整。

本公司或其附屬公司毋須遵守外部施加的資本要求。

#### 10 MATERIAL RELATED PARTY TRANSACTIONS

##### (a) Key management personnel compensation

Remuneration for key management personnel of the Group is as follows:

#### 10. 重大關聯方交易

##### (a) 主要管理人員報酬

本集團主要管理人員的薪酬如下：

		Six months ended 30 June 截至6月30日止六個月	
		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Salaries and other benefits	薪金及其他福利	1,434	2,346
Retirement scheme of define contribution	定額供款退休計劃	157	124
		<b>1,591</b>	<b>2,470</b>

Total remuneration is included in "staff costs" (note 3(b)).

薪酬總額計入「員工成本」(附註3(b))。

## NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT (CONT'D)

### 未經審核中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有所指外，均以人民幣列示)

#### (b) Other material related parties transactions and balances

- (i) The Group rendered media services to related parties that included companies that were owned or under significant influence by a close family member of the controlling shareholder and chairman of the Group. The service revenue for the six months ended 30 June 2023 was RMB2,322,000 (six months ended 30 June 2022: RMB2,227,000) and the amount of trade receivables and contract liabilities at 30 June 2023 were RMB907,000 (31 December 2022: RMB1,323,000) and RMB7,007,000 (31 December 2022: RMB5,415,000).
- (ii) The Group purchased media resources from related parties that included companies that were owned or under significant influence by a close family member of the controlling shareholder and chairman of the Group. The resource procurement for the six months ended 30 June 2023 was RMB1,209,000 (six months ended 30 June 2022: RMB1,179,000) and the amounts payable at 30 June 2023 was RMB1,052,000 (31 December 2022: RMB673,000).

#### (b) 其他重大關聯方交易及結餘

- (i) 本集團向關聯方提供媒體服務，包括由本集團控股股東兼主席的近親家庭成員擁有的公司或具有重大影響力的公司。截至2023年6月30日止六個月，服務收益為人民幣2,322,000元(截至2022年6月30日止六個月：人民幣2,227,000元)，而於2023年6月30日的貿易應收款項及合約負債金額為人民幣907,000元(2022年12月31日：人民幣1,323,000元)及人民幣7,007,000元(2022年12月31日：人民幣5,415,000元)。
- (ii) 本集團向關聯方購買媒體資源，包括由本集團控股股東兼主席的近親家庭成員擁有的公司或具有重大影響力的公司。截至2023年6月30日止六個月，購買資源金額為人民幣1,209,000元(截至2022年6月30日止六個月：人民幣1,179,000元)，而於2023年6月30日的應付款項為人民幣1,052,000元(2022年12月31日：人民幣673,000元)。



## NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT (CONT'D)

### 未經審核中期財務報告附註(續)

(Expressed in Renminbi unless otherwise indicated) (除另有所指外，均以人民幣列示)

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|--|--|
| <p>(iii) The Group leased office premises from related parties that included companies that were owned or under significant influence by a close family member of the controlling shareholder and chairman of the Group. The rental and management fee for the six months ended 30 June 2023 was RMB908,000 (six months ended 30 June 2022: RMB601,000) and the deposit amount receivable at 30 June 2023 was RMB61,000 (31 December 2022: RMB61,000).</p> | <p>(iii) 本集團向關聯方租賃辦公室處所，包括由本集團控股股東兼主席的近親家庭成員擁有的公司或具有重大影響力的公司。截至2023年6月30日止六個月，租金及管理費為人民幣908,000元(截至2022年6月30日止六個月：人民幣601,000元)，而於2023年6月30日的應收按金款項為人民幣61,000元(2022年12月31日：人民幣61,000元)。</p> |
| <p>(iv) As at 30 June 2023, the bank loans were guaranteed by the directors of the Group. Refer to note 8 for detailed disclosures.</p>  | <p>(iv) 於2023年6月30日，該等銀行貸款由本集團董事擔保。有關詳細披露請參閱附註8。</p>   |



**天泓文創國際集團有限公司**  
Icon Culture Global Company Limited