



2023

中期報告 INTERIM REPORT

汇享购

SaaS

- 汇享购商城
- 汇康楼比群分销
- 千禧草帽SaaS
- CRM会员营销
- 超微老板
- 千禧分销
- 千禧收银



汇通达 HUITONGDA

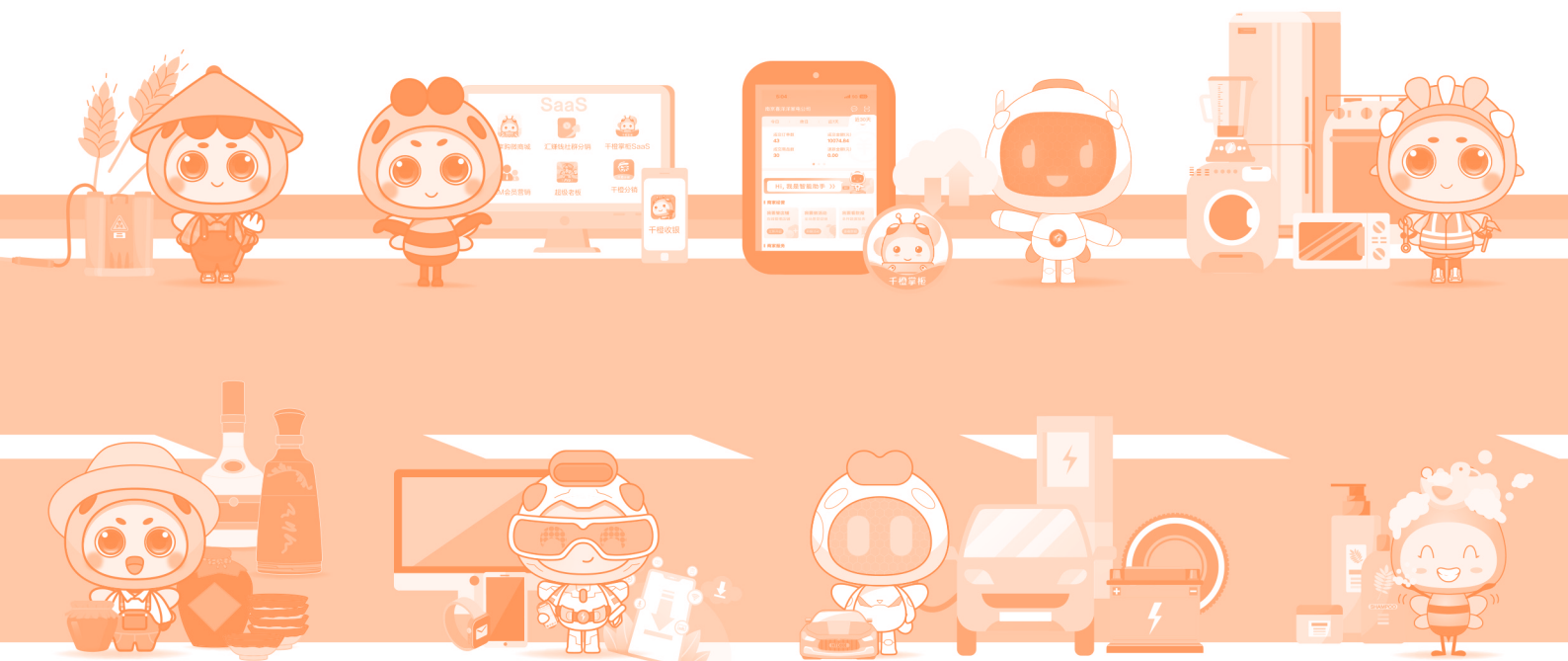
匯通達網絡股份有限公司 HUITONGDA NETWORK CO., LTD.

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

股份代號 Stock Code : 9878

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公司資料

Corporate Information

董事會

董事長兼非執行董事

汪建國先生

執行董事

徐秀賢先生(首席執行官)

趙亮生先生

孫超先生

非執行董事(不包括董事長)

蔡仲秋先生

王冉先生

獨立非執行董事

虞麗新女士

劉向東先生

程子傳先生

審計委員會

虞麗新女士(主席)

王冉先生

劉向東先生

薪酬與考核委員會

劉向東先生(主席)

徐秀賢先生

虞麗新女士

提名委員會

程子傳先生(主席)

王冉先生

劉向東先生

戰略委員會

汪建國先生(主席)

徐秀賢先生

王冉先生

THE BOARD

Chairman of the Board and Non-executive Director

Mr. WANG Jianguo

Executive Directors

Mr. XU Xiuxian (CEO)

Mr. ZHAO Liangsheng

Mr. SUN Chao

Non-executive Directors (excluding the Chairman of the Board)

Mr. CAI Zhongqiu

Mr. WANG Ran

Independent non-executive Directors

Ms. YU Lixin

Mr. LIU Xiangdong

Mr. CHENG Zichuan

AUDIT COMMITTEE

Ms. YU Lixin (Chairlady)

Mr. WANG Ran

Mr. LIU Xiangdong

REMUNERATION AND APPRAISAL COMMITTEE

Mr. LIU Xiangdong (Chairman)

Mr. XU Xiuxian

Ms. YU Lixin

NOMINATION COMMITTEE

Mr. CHENG Zichuan (Chairman)

Mr. WANG Ran

Mr. LIU Xiangdong

STRATEGY COMMITTEE

Mr. WANG Jianguo (Chairman)

Mr. XU Xiuxian

Mr. WANG Ran

公司資料 Corporate Information

監事會

王興華先生(主席)
李煒先生
毛宜軍先生

聯席公司秘書

唐敏女士
區慧晶女士

授權代表

汪建國先生
區慧晶女士

核數師

畢馬威會計師事務所
執業會計師
於會計及財務匯報局條例下註冊的
公眾利益實體核數師
香港
中環遮打道10號
太子大廈8樓

註冊辦事處及總部

中國
南京市
玄武區鐘靈街50號
匯通達大廈

香港主要營業地點

香港
皇后大道東248號
大新金融中心40樓

BOARD OF SUPERVISORS

Mr. WANG Xinghua (Chairman)
Mr. LI Wei
Mr. MAO Yijun

JOINT COMPANY SECRETARIES

Ms. TANG Min
Ms. AU Wai Ching

AUTHORIZED REPRESENTATIVES

Mr. WANG Jianguo
Ms. AU Wai Ching

AUDITOR

KPMG
Certified Public Accountants
Public Interest Entity Auditor registered in accordance with
the Accounting and Financial Reporting Council Ordinance
8/F, Prince's Building
10 Chater Road, Central
Hong Kong

REGISTERED OFFICE AND HEADQUARTERS

Huitongda Building
50 Zhongling Street, Xuanwu District
Nanjing
PRC

PRINCIPAL PLACE OF BUSINESS IN HONG KONG

40th Floor, Dah Sing Financial Centre
248 Queen's Road East
Hong Kong

公司資料

Corporate Information

法律顧問

香港法律

高偉紳律師事務所
香港
康樂廣場1號
怡和大廈27樓

中國法律

國浩律師(南京)事務所
中國
南京
漢中門大街309號B座7-8樓

合規顧問

浩德融資有限公司
香港
中環
永和街21號

H股股份過戶登記處

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

主要往來銀行

中國工商銀行南京山西路支行
中國
南京
鼓樓區
中山北路143號

股份代號

9878

公司網址

www.htd.cn

LEGAL ADVISORS

Hong Kong Laws

Clifford Chance
27/F, Jardine House
One Connaught Place
Hong Kong

PRC Laws

Grandall Law Firm (Nanjing)
7th-8th Floor, Building B, No. 309 Hanzhong Gate Avenue
Nanjing
China

COMPLIANCE ADVISOR

Altus Capital Limited
21 Wing Wo Street
Central
Hong Kong

H SHARE REGISTRAR

Computershare Hong Kong Investor Services Limited
Shops 1712-1716
17/F, Hopewell Centre
183 Queen's Road East
Wan Chai
Hong Kong

PRINCIPAL BANKER

Industrial and Commercial Bank of China Nanjing Shanxi Road Sub-branch
No.143, Zhongshan North Road
Gulou District
Nanjing
PRC

STOCK CODE

9878

COMPANY'S WEBSITE

www.htd.cn

釋義

Definitions

於本中期報告中，除文義另有所指外，下列詞彙具有以下涵義：

In this interim report, unless the context otherwise requires, the following terms shall have the following meanings:

「阿里巴巴中國」 “Alibaba China”	指	阿里巴巴（中國）網絡技術有限公司，本公司的主要股東之一 Alibaba (China) Network Technology Co., Ltd., one of the Company's substantial shareholder
「公司章程」 “Articles of Association”	指	本公司的公司章程（經不時修訂、補充或以其他方式修改） the Articles of Association of the Company, as amended, supplemented or otherwise modified from time to time
「審計委員會」 “Audit Committee”	指	董事會審計委員會 the audit committee of the Board
「董事會」 “Board”	指	本公司董事會 the board of Directors of the Company
「監事會」 “Board of Supervisors”	指	本公司監事會 the board of Supervisors of the Company
「企業管治守則」 “CG Code”	指	上市規則附錄14所載的企業管治守則 Corporate Governance Code set out in Appendix 14 to the Listing Rules
「中國」 “China” or “PRC”	指	中華人民共和國，僅就本中期報告而言，不包括香港、澳門特別行政區及台灣地區 the People's Republic of China, for the purpose of this interim report, excluding Hong Kong, Macau Special Administrative Region and Taiwan region
「本公司」 “Company”	指	匯通達網絡股份有限公司，根據中國法律於2010年12月6日成立的一家股份有限公司，其H股於香港聯交所主板上市（股份代號：9878） Huitongda Network Co., Ltd.(匯通達網絡股份有限公司), a joint stock company with limited liabilities established under the laws of the PRC on December 6, 2010, whose H Shares are listed on the Main Board of the Hong Kong Stock Exchange (Stock code: 9878)
「董事」 “Director(s)”	指	本公司董事 the director(s) of the Company
「內資股」 “Domestic Share(s)”	指	本公司股本中每股面值人民幣1.00元的內資股，以人民幣認購或入賬列作繳足 domestic share(s) with a nominal value of RMB1.00 each in the share capital of the Company which is/(are) subscribed for or credited as fully paid in Renminbi
「本集團」 “Group”	指	本公司及其附屬公司（或如文義所指，指本公司及其任何一家或多家附屬公司） our Company and its subsidiaries (or the Company and any one or more of its subsidiaries, as the context may require)

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「H股」 “H Share(s)”	指	本公司股本中每股面值人民幣1.00元的境外上市外資股，以港股認購及買賣並於香港聯交所上市 overseas listed foreign Share(s) in the share capital of the Company with nominal value of RMB1.00 each, which is/(are) subscribed for and traded in HK dollars and are listed on the Hong Kong Stock Exchange
「港元」 “HK dollars” or “HK\$”	指	香港法定貨幣港元 Hong Kong dollars, the lawful currency of Hong Kong
「香港」 “Hong Kong”	指	中國香港特別行政區 the Hong Kong Special Administrative Region of the PRC
「香港聯交所」 “Hong Kong Stock Exchange”	指	香港聯合交易所有限公司 The Stock Exchange of Hong Kong Limited
「國際財務報告準則」 “IFRS”	指	國際財務報告準則，包括國際會計準則理事會頒佈的準則、修訂及詮釋，及國際會計準則委員會頒佈的國際會計準則及詮釋 International Financial Reporting Standards, which include standards, amendments and interpretations promulgated by the International Accounting Standards Board and the International Accounting Standards and Interpretation issued by the International Accounting Standards Committee
「最後實際可行日期」 “Latest Practicable Date”	指	2023年9月20日，即於本中期報告刊發之前確定其中載有的若干資料的最後實際可行日期 September 20, 2023, being the latest practicable date prior to the publication of this interim report for ascertaining certain information contained herein
「上市規則」 “Listing Rules”	指	香港聯合交易所有限公司證券上市規則（經不時修訂、補充或以其他方式修改） the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended, supplemented or otherwise modified from time to time
「標準守則」 “Model Code”	指	上市規則附錄十所載上市發行人董事進行證券交易的標準守則 Model Code for Securities Transactions by Directors of Listed Issuers set out in Appendix 10 to the Listing Rules
「提名委員會」 “Nomination Committee”	指	董事會提名委員會 the nomination committee of the Board
「招股章程」 “Prospectus”	指	本公司日期為2022年1月31日的招股章程 the prospectus of the Company dated January 31, 2022
「薪酬與考核委員會」 “Remuneration and Appraisal Committee”	指	董事會薪酬與考核委員會 the remuneration and appraisal committee of the Board
「報告期」 “Reporting Period”	指	截至2023年6月30日止六個月 the six months ended June 30, 2023

釋義

Definitions

「人民幣」 “RMB”	指	中國法定貨幣人民幣 Renminbi, the lawful currency of the PRC
「受限制股份單位」 “RSU(s)”	指	受限制股份單位，每個股份單位代表授予選定持有人的獎勵中的一股相關H股 restricted share unit(s), each share unit represents one underlying H Share of an award granted to a selected participant
「受限制股份單位計劃」 “RSU Scheme”	指	經董事會於2022年10月11日決議並經股東於2022年11月28日在股東大會上審議批准，本公司所採納的受限制股份單位計劃 the restricted share unit scheme adopted by the Company as resolved by the Board on October 11, 2022 and considered and approved by the Shareholders at the general meeting on November 28, 2022
「SaaS」 “SaaS”	指	軟件即服務 software as a service
「門店SaaS+」 “SaaS+”	指	結合了現場提供線下營銷服務等增值服務的SaaS產品 SaaS products combined with value-added services such as offline marketing services provided onsite
「證監會」 “SFC”	指	香港證券及期貨事務監察委員會 Securities and Futures Commission of Hong Kong
「證券及期貨條例」 “SFO”	指	香港法例第571章《證券及期貨條例》(經不時修訂、補充或以其他方式修改) Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
「股份」 “Share(s)”	指	本公司股本中每股面值人民幣1.00元的普通股，包括內資股及H股 ordinary share(s) in the share capital of the Company with a nominal value of RMB1.00 each, including Domestic Share(s) and H Share(s)
「股東」 “Shareholder(s)”	指	本公司股東 the shareholder(s) of the Company
「戰略委員會」 “Strategy Committee”	指	董事會戰略委員會 the strategy committee of the Board
「附屬公司」 “subsidiary(ies)”	指	具有香港法例第622章公司條例第15條所賦予該詞的涵義 has the meaning ascribed to it in Section 15 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong)
「監事」 “Supervisor(s)”	指	本公司監事會成員 member(s) of the Board of Supervisors of the Company
「%」 “%”	指	百分比 per cent

財務摘要及運營參數

Financial Summary and Operating Metrics

財務摘要

FINANCIAL SUMMARY

		截至6月30日止六個月				
		For the six months ended June 30,				
		2023年		2022年		
		(未經審計)		(未經審計)		
		2023		2022		
		(unaudited)		(unaudited)		
		金額	佔收入 百分比	金額	佔收入 百分比	同比變動
				(經重列) ⁽¹⁾		
		As a Amount	percentage of revenue	Amount	As a percentage of revenue	Year-on- year change
				(restated) ⁽¹⁾		
(人民幣千元，百分比除外)						
(RMB' 000, except for percentage)						
收入	Revenue	43,376,803		40,685,881		6.6%
其中：	Including:					
交易業務板塊收入	Revenue from commerce business	42,989,790	99.1%	40,271,461	99.0%	6.8%
服務業務板塊收入	Revenue from service business	343,162	0.8%	364,447	0.9%	(5.8%)
毛利	Gross profit	1,293,539	3.0%	1,198,290	2.9%	7.9%
經營利潤	Profit from operations	432,897	1.0%	366,997	0.9%	18.0%
期內盈利	Profit for the period	382,957	0.9%	228,662	0.6%	67.5%
本公司股權持有人應佔盈利	Profit attributable to equity shareholders of the Company	245,128	0.6%	112,428	0.3%	118.0%
非國際財務報告準則計量：	Non-IFRS measures:					
經調整淨利潤	Adjusted net profit	382,957	0.9%	320,492	0.8%	19.5%
經調整本公司股權持有人 應佔淨利潤	Adjusted net profit attributable to equity shareholders of the Company	245,128	0.6%	204,258	0.5%	20.0%
經營活動所得現金淨額	Net cash generated from operating activities	599,597		904,886		(33.7%)

財務摘要及運營參數

Financial Summary and Operating Metrics

註： (1) 茲提述本公司日期為2023年3月21日的公告，內容有關（其中包括）本公司收購南京好享家工程科技有限公司（「南京好享家工程」）的全部股權。該收購事項已於2023年5月5日完成。收購完成後，南京好享家工程及其附屬公司（統稱「南京好享家工程集團」）成為本集團的附屬公司。鑒於收購南京好享家工程集團被視為涉及共同控制實體的業務合併，本集團截至2022年6月30日止六個月的財務經營業績及於2022年12月31日的財務狀況已經重列，以包括合併實體的經營業績以及資產及負債。詳情載於未經審計中期財務報告附註4。

其中，基於上述情況，本集團截至2023年6月30日止六個月及2022年6月30日止六個月與關聯方（亦為關連人士（定義見上市規則））五星控股集團有限公司及其附屬公司進行交易的金額亦已包括合併實體過往的交易金額。假設不考慮合併實體過往的交易金額，本集團於上述期間與該等關聯方的交易金額將大幅減少，且該等交易的最高適用百分比率（定義見上市規則）低於0.1%，根據上市規則獲豁免申報、公告及股東批准的規定。有關重大關聯方交易的詳情載於未經審計中期財務報告附註20。

Note: (1) Reference is made to the announcement of the Company dated March 21, 2023 in relation to, among other things, the acquisition of the entire equity interest in Nanjing Hosjoy Engineering Technology Co., Ltd. ("Nanjing Hosjoy Engineering") by the Company. Such acquisition was completed on May 5, 2023. Upon completion of the acquisition, Nanjing Hosjoy Engineering and its subsidiaries (collectively referred to as "Nanjing Hosjoy Engineering Group") became subsidiaries of the Group. Given the acquisition of Nanjing Hosjoy Engineering Group was considered as a business combination involving entities under common control, the financial results for the six months ended June 30, 2022 and the financial position as at December 31, 2022 of the Group have been restated to include the operating results and assets and liabilities of the combining entities. Details are set out in Note 4 to the unaudited interim financial report.

In particular, based on the above, the amounts of the Group's transactions with its related parties (also known as connected persons (as defined under the Listing Rules)), Five Star Holdings Group Limited and its affiliates, for the six months ended June 30, 2023 and the six months ended June 30, 2022 have also included the historical transaction amounts of the combined entities. Assuming that the historical transaction amounts of the combined entities were not taken into account, the transaction amounts of the Group with such related parties during the aforesaid periods would be significantly reduced and the highest applicable percentage ratio (as defined under the Listing Rules) in respect of such transactions is less than 0.1%, and such transactions are exempt from the reporting, announcement and shareholders' approval requirements under the Listing Rules. Details of the significant related party transactions are set out in Note 20 to the unaudited interim financial report.

運營參數

OPERATING METRICS

		截至6月30日止六個月 For the six months ended June 30,		
		2023年 2023	2022年 2022	同比變動 Year-on-year change
註冊會員零售門店總數	Total number of registered member retail stores	217,592	191,750	13.5%
活躍會員零售門店數	Number of active member retail stores	77,514	65,264	18.8%
活躍渠道合作客戶	Number of active wholesaler customers	8,424	9,432	(10.7%)
SaaS+訂閱用戶總數	Total number of SaaS+ subscription users	121,209	110,781	9.4%
其中：付費SaaS+用戶	Including: paid SaaS+ users	37,182	27,065	37.4%

管理層討論與分析

MANAGEMENT DISCUSSION AND ANALYSIS

業務回顧

2023年上半年，經濟整體復甦緩慢，增長壓力仍存，在複雜多變、嚴峻的環境下，本集團聚焦核心業務及客戶需求，有效把控經營風險，業績持續保持穩定增長。

2023年上半年，本集團實現總收入人民幣433.77億元，同比增長6.6%；實現本公司股權持有人應佔盈利人民幣2.45億元，同比增長118.0%。

供應鏈能力穩步提升：

報告期內，本集團繼續貫徹「頂天立地」戰略，聚焦六大行業，持續夯實面向下沉市場的服務能力，供應鏈能力在三個方面取得突破：

品牌合作進一步加深。2023年上半年，本集團不斷拓展新的頭部品牌、深化與現有頭部品牌合作，豐富品牌矩陣，提高品牌黏性。消費電子行業，蘋果業務增長強勁，打造蘋果優選店及共建店超過500家，本集團自主設計的展台獲得蘋果廠家授權，同時打通O2O渠道，有效提升門店核心競爭力；與聯想合作也進一步加深，取得線上線下國代牌照；並同步鏈接了戴爾、中興等頭部品牌。交通出行行業，與比亞迪在華東五省及東北區域進一步深化合作。農業生產資料行業，與牧原、米高等頭部品牌戰略合作，將共同構建全鏈路、全渠道、產銷匹配的農業產業數字化平台。家居建材行業，與興懷、中聯等達成戰略合作，共同做深家具產業。本集團已累計鏈接了超過千家優質上游品牌廠商，總部供應鏈佔比持續提升至55%，為會員零售門店提供更為優質、穩定、高價值的商品交易解決方案。

BUSINESS REVIEW

In the first half of 2023, the overall economy recovered slowly and economic growth remained under pressure. Amid this complex, volatile, and tough environment, the Group stayed focused on the core business and customer's needs to effectively control business risks for a stable growth in results.

In the first half of 2023, the Group recorded a total revenue of RMB43.377 billion, representing a year-on-year growth of 6.6%; profit attributable to equity shareholders of the Company amounted to RMB245 million, representing a year-on-year growth of 118.0%.

Steadily improving the supply chain capacity:

During the Reporting Period, the Group stayed committed to the "Stand Upright" strategy. To do that, the Group focused on six industries to consolidate its service capabilities for the lower-tier market, and made breakthroughs in supply chain capabilities in three aspects:

Brand cooperation was taken further. In the first half of 2023, the Group continued growing its new leading brands and deepening cooperation with existing leading brands to enrich its brand matrix and enhance its brand stickiness. In the consumer electronics industry, the Group's business related to Apple saw strong momentum, shaping more than 500 Apple preferred stores and co-built stores. The Group's self-designed booths have been authorized by Apple manufacturers, while the Group also opened up the O2O channel, considerably improving the core competitiveness of member stores. The cooperation with Lenovo was further deepened, and the online and offline national agent licenses were obtained; at the same time, the Group connected with Dell, ZTE and other leading brands. In the vehicles and auto parts merchandise industry, the Group further deepened cooperation with BYD in East China's five provinces and Northeast China. In the agricultural means of production industry, the Group cooperated with Muyuan, Migao and other leading brands strategically, and will jointly build a digital agricultural platform that covers the whole chain, channels, and matches production and marketing. In the homebuilding and renovation materials industry, the Group has entered into strategic cooperation with Xinghuai, Zhonglian, etc., and jointly took further the furniture industry. The Group has connected with more than a thousand high-quality upstream brand manufacturers and the proportion of supply from the headquarters continued to increase to 55%, providing more high-quality, stable and high-value commodity trading solutions for member retail stores.

管理層討論與分析

MANAGEMENT DISCUSSION AND ANALYSIS

品類及業務鏈拓展顯現成效。一方面，本集團利用下沉市場供應鏈基礎設施優勢，實現行業突破：洗衣行業藍月亮規模持續增長，同時成功簽約行業頭部品牌 – 聯合利華，與其旗下三個品牌 – AHC、如嵐、渡美共同運營下沉市場。另一方面，聚焦循環經濟，本集團實現二手車業務及電池回收業務突破。二手車業務領域，本集團與滴滴出行、曹操出行、一汽出行達成合作，共同推進新能源置換車下鄉；電池回收領域，合作安徽海螺、找鉛網等，圍繞鉛酸和鋰電池的回收利用，促進電池循環經濟體系構建，不斷為新能源行業綠色發展作出貢獻。

創新供應鏈業務逐步落地。本集團2023年上半年持續推動以需定採、以需定進、以需定產的B2F模式落地，幫助廠家與下沉市場需求長效融合，推動產業鏈實現降本增效，構建柔性供應鏈。家電行業深度合作榮事達，推動產銷一體，聚焦空調，打造超級單品。交通出行領域，本集團與開瑞新能源基於下沉市場商用車需求，推出定制車型，試點B2F模式創新。本集團也基於與上游品牌工廠合作的深化，持續推動自有品牌落地。

作為本集團核心業務之一，報告期內交易業務板塊實現收入人民幣429.90億元，同比增長6.8%；累計註冊會員零售門店超過21.7萬家，同比增長13.5%，活躍會員零售門店超過7.7萬家，同比增長18.8%。

Product offerings and business chain expansion bore encouraging results. On one hand, the Group leveraged its advantage in the supply chain infrastructure of the lower-tier market to achieve a breakthrough in the industry, recording a growth in the scale of Blue Moon, a brand in the laundry industry, as well as signing up the industry's leading brand – Unilever, and its three brands, – AHC, RAFRA, and TUNEMAKERS, to jointly operate the lower-tier market. On the other hand, focusing on the circle economy, the Group achieved breakthroughs in the used car business and battery recycling business. In the used car business, the Group teamed up with Didi Travel, Cao Cao Travel and FAW Travel to jointly promote new energy replacement vehicles going to the countryside. In the battery recycling field, the Group, partnering with Anhui Conch and Buypb, etc., worked on a battery recycling economic system centered around the recycling and utilization of lead acid and lithium batteries to constantly contribute to the green development of the new energy industry.

The innovation of the supply chain business was rolled out over time. In the first half of 2023, the Group continued to implement the B2F model, which means determining the procurement based on demand, the advancement based on demand and production based on demand, indicating the long-term integration of manufacturers and the lower-tier market demand. This has promoted the industrial chain to reduce costs and increase efficiency, building a flexible supply chain. In the home appliance industry, the Group sought in-depth cooperation with Royalstar, which has helped integrate production and marketing to focus on creating super single air conditioning products. In the vehicles and auto parts merchandise field, based on the demand for commercial vehicles in the lower-tier market, the Group partnered with Karry New Energy to develop a customized vehicle model and piloted innovation of the B2F model. Deepening the cooperation with upstream brand factories, the Group continues to make possible its own brands.

As one of the Group's core business, during the Reporting Period, the commerce business recorded a revenue of RMB42.990 billion, representing a year-on-year increase of 6.8%; the number of accumulated registered member retail stores exceeded 217,000, representing a year-on-year increase of 13.5%, and the number of active member retail stores exceeded 77,000, representing a year-on-year increase of 18.8%.

管理層討論與分析

MANAGEMENT DISCUSSION AND ANALYSIS

會員服務能力持續強化：

2023年上半年，本集團持續圍繞客戶需求，深化會員賦能服務。

產品升級方面，本集團持續推進SaaS+產品升級，更聚焦用戶的應用場景以及降本增效需求。持續優化門店經營端的採購、商品、訂單、庫存、物流、開網店等不同場景內的流程，提升用戶經營管理效率；同時優化了大數據分析功能，從交易數據、會員數據、財務數據以及營銷分析等方面進行功能升級，幫助會員零售門店經營者更好地進行經營分析，提供輔助決策支持，提升門店營銷和經營周轉效率。

會員活動方面，本集團通過與品牌商、廠商聯合促銷，更好地為會員零售門店提供商品和活動賦能。2023年上半年本集團舉辦六場月度全國大促銷活動，聯合開展區域大促銷30多場，同時開展門店個性化活動2.1萬多店次。藉助年貨節、鄉鎮集市購物節等營銷活動及數字化工具，有效幫助會員零售門店獲客、留客，提升經營規模，增強客戶黏性。例如618期間，匯通達會員零售門店線上訂單同比增長82.6%，交易粉絲同比增長69.2%，會員店GMV同比增長206.2%。

會員培訓方面，本集團強化對會員零售門店的扶智扶技，通過線上公開課、線下沙龍等方式共計開展培訓覆蓋1.8萬店次，推動會員零售門店實現數字化轉型，升級為數字化零售實體，成為上接產業、下觸農村消費終端的「超級端口」。

Constantly strengthening the capacity for serving members:

In the first half of 2023, the Group stayed focused on customer's needs and deepening member empowerment services.

In respect of our product upgrades, the Group continued SaaS+ product upgrades, focusing more on user application scenarios and the needs for reduce costs and increase efficiency. The Group continuously optimized the operational processes of stores in different scenarios such as procurement, merchandise, orders, inventory, logistics, starting online stores, etc., to improve the efficiency of user operation and management. Furthermore, the big data analysis function was optimized through upgrades to transaction information, member information, financial information and marketing analysis, helping the operators of member retail stores conduct better business analysis, providing auxiliary decision support, and improving the efficiency of store marketing and operation turnover.

In respect of our member activities, the Group provided better products and activities for member retail stores through joint promotion with brand owners and manufacturers. In the first half of 2023, the Group staged 6 monthly national sales promotions, jointly carried out more than 30 regional sales promotions, and carried out more than 21,000 store-based personalized activities. On the back of such marketing activities as the New Year shopping festivals, town market shopping festivals and digital tools, the Group helped member retail stores to acquire and retain customers, scaling up their operations and enhancing customer stickiness. For example, during the 618 period, the number of online orders of Huitongda member retail stores increased by 82.6% year-on-year, the volume of fans conducting transactions increased by 69.2% year-on-year, and the GMV of member stores increased by 206.2% year-on-year.

In respect of our member training, the Group strengthened intelligence and skills training for member retail stores. The Group served over 18 thousand times of training sessions for stores through online open classes, offline salons, etc., promoting the digital transformation of member retail stores and upgrading them to digital retail entities, so that they became the "super port" that connects the industry and the rural consumption terminal.

管理層討論與分析

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報告期內，本集團累計SaaS+訂閱用戶12.1萬家，同比增長9.4%，付費SaaS+用戶3.7萬家，同比增長37.4%，會員零售門店黏性持續提升，SaaS續費率達68%，客戶滿意度超過95%。

數字化建設持續推進：

2023年上半年，本集團持續升級產業交易平台，針對不同行業開發專業化的線上交易服務平台。例如消費電子板塊圍繞蘋果項目，打造了O2O融合運營模式；家電板塊建設了區域產業創新服務平台，同時加強了政採、軍採交易平台建設；農業生產資料板塊圍繞「農資下行、農品上行」構建了農業產業數字化平台；交通出行板塊打造了整車銷售與交易服務平台。本集團持續推動數字技術與實體經濟深度融合，以數字化工具助力供應鏈落地、客戶拓展、提升產業鏈效率。

技術創新方面，基於本集團多年積累的下沉市場大數據與大語言模型技術、知識圖譜技術，本集團打造了具有業務特色的大模型，聚焦智能導購、智能營銷等業務場景，為會員零售門店提供採購策略和營銷策略建議，減輕會員零售門店老闆們的運營負擔。

此外，本集團藉助數字化手段進一步整合倉配資源，降低產業鏈的物流成本，持續優化多樣化的物流解決方案，為下沉市場差異化交易場景提供更便捷的物流服務。

During the Reporting Period, the Group accumulated 121 thousand SaaS+ subscription users, representing a year-on-year increase of 9.4%, and 37 thousand paid SaaS+ users, representing a year-on-year increase of 37.4%. The loyalty of member retail stores continued to improve, with the renewal rate of SaaS reaching 68% and customer satisfaction exceeding 95%.

Continually promoting digitalization construction:

In the first half of 2023, the Group continued to upgrade the industrial trading platform, developing professional online trading service platforms catering for different industries. For example, in the consumer electronics sector, it has built an O2O integration operation model around the Apple Project. In respect of our home appliance sector, the Group has built a regional industrial innovation service platform and strengthened efforts in government and military procurement platforms. In respect of our agricultural means of production sector, the Group built a digital platform for the agricultural industry centered on “down go agricultural resources, up go agricultural products”. In respect of the vehicles and auto parts merchandise sector, the Group built a vehicle sales and trading service platform. The Group deeply integrated digital technology and the real economy, using digital tools to promote the supply chain, customer expansion and improvement in the efficiency of the industrial chain.

In respect of our technological innovation, benefiting from its big data accumulated during the years of the lower-tier market, big language model technology and knowledge graph technology, the Group created a large model with business characteristics, which was designed to focus on smart shopping guides, smart marketing and other business scenarios, so as to provide purchasing strategy and marketing strategy advice for member retail stores, lightening the operational burden of the member retail store owners.

In addition, the Group further integrated warehouse allocation resources through digital means to reduce logistics costs in the industrial chain and optimize diversified logistics solutions, providing more convenient logistics services for differentiated transaction scenarios in the lower-tier market.

管理層討論與分析

MANAGEMENT DISCUSSION AND ANALYSIS

踐行企業社會責任，助推鄉村振興：

助力人才返鄉就業創業方面，本集團打造了「薪火計劃」：針對包括會員零售門店老闆子女在內的有志從事農村事業的新青年，提供一系列商業和科技方面的新知識、新工具、新技能培訓，幫助他們更好的創業就業。一方面，解決了鄉鎮夫妻店事業無人傳承的難題，為店老闆們培養了繼承生意的接班人，為他們的子女系統化、數字化經營門店打下了牢固的基礎；另一方面，通過培訓和交流，改變了青年人對農村市場的認知，同時提升了其數字化經營的能力，堅定了留在農村長期發展的信心。

助力數字鄉村建設方面，本集團先後與江蘇省商務廳及多地政府簽訂戰略合作協議，在促消費、小微實體數字化升級改造、電商人才培訓等多方面強化政企合作，共同推進縣域商業體系建設。同時與安徽、重慶、湖北等11個省級供銷社在飼料上行、玉米小麥收儲、農藥化肥等方面展開合作，圍繞鄉村振興課題，持續推進農業農村現代化。

2023年上半年，國家發改委、市場監管總局有關司局領導先後到本集團調研，對本集團扎根農村市場、助力小微實體經濟等工作給予了充分肯定，2023年上半年本集團多次獲得新華社、學習強國等重要媒體報道，榮登「2023中國上市公司品牌價值榜」新銳榜首位，並再次榮獲「國家鼓勵的重點軟件企業」認定。

Empowering rural rejuvenation while practicing corporate social responsibility:

In respect of helping talents to return home for employment and entrepreneurship, the Group launched the "Torch Plan". The Plan is catered to the new rural youth, including the children of member retail store's owners who are interested in engaging in rural sectors, providing them with new knowledge, new tools and new skills training in business and technology to help them better start businesses and employment. On one hand, it solves the problem of finding someone to inherit the business of family-run retail stores in towns and villages, trains successors of store owners to inherit their business, and lays a solid foundation for their children to systematically and digitally operate the stores. On the other hand, through training and exchanges, it changes young people's understanding of the rural market and enhances their ability to operate digitally, strengthening their confidence in staying in rural areas for long-term development.

In respect of its push for digitalizing rural areas, the Group has signed strategic cooperation agreements with the Department of Commerce of Jiangsu Province and multiple local governments to strengthen government-enterprise cooperation in promoting consumption, digital upgrading of small and micro entities, and training of e-commerce talents and jointly work on a commercial system in county areas. Meanwhile, the Group cooperated with provincial supply and marketing cooperatives in 11 places such as Anhui, Chongqing and Hubei in feed distribution, corn and wheat collection and storage, pesticide and fertilizer, and continued to modernize agriculture and rural areas around rural revitalization.

In the first half of 2023, the leaders of the relevant departments of the National Development and Reform Commission and the State Administration for Market Regulation visited the Group successively and recognized the Group for taking root in the rural market and helping the small and micro real economy. In the first half of 2023, the Group was repeatedly reported by the foremost media, such as Xinhua News Agency and Xuexi.cn, as topped the New and Vigorous List of "2023 Brand Value List of Chinese Listed Companies" ("2023中國上市公司品牌價值榜"新銳榜) and once again recognized as the "Key Software Enterprise Encouraged by the State".

管理層討論與分析

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股權激勵持續推進：

報告期內，本公司根據受限制股份單位計劃向494名員工授予約484萬股受限制股份單位。承授人均為本集團核心骨幹團隊成員，以每年本公司股權持有人應佔淨利潤同比增幅不低於30%為主要解鎖條件，已授出的受限制股份單位將從2024年至2028年分批次歸屬。此次授予使員工利益、公司利益和股東利益高度綁定，有助於本集團進一步提升核心團隊的效率，維護核心團隊的穩定，為本集團實現中長期業績目標提供保障。截至2023年7月28日，受託人中誠信託有限責任公司已於市場上購買57.45萬股H股。董事會及／或授權人士將視乎市場狀況，在符合受限制股份單位計劃規則及遵守所有相關法律、規則及條例的情況下，適時指示受託人繼續於市場上購買H股。

業務展望

未來，本集團將充分貫徹「以利潤和會員店運營為核心，實現可持續增長」的指導方針，圍繞「提質量、穩增長、創價值」的總要求，推進以下各項重點工作：

- 一、 供應鏈能力升級：聚焦客戶多樣化的商品需求與全產業鏈降本增效的目標，持續開拓與更多優質的上游頭部品牌廠商的合作；打造創新供應鏈，推動產銷一體化；建立自有品牌矩陣，持續推動B2F倒置供應鏈，和廠家共同構建柔性生產的智慧供應鏈體系。

Continually promoting the equity incentives:

During the Reporting Period, the Company granted approximately 4.84 million RSUs to 494 employees according to the RSU Scheme. The grantees are all members of the Group's core backbone team members, and subject to the main unlocking condition of no less than 30% year-on-year increase in net profits attributable to equity shareholders of the Company every year, the granted RSUs will be vested in batches from 2024 to 2028. Such grant highly binds the interests of employees, the Company and the Shareholders, which would help the Group further improve the efficiency of the core team, maintain the stability of the core team, and provide guarantee for the Group to achieve its medium and long-term performance goals. As of July 28, 2023, the trustee, China Credit Trust Co., Ltd., had purchased 574,500 H Shares on the market. Subject to the rules relating to the RSU Scheme and compliance with all relevant laws, rules and regulations, the Board and/or the delegatee will, depending on the market conditions, instruct the trustee to continue to make on-market purchase of H Shares in due course.

BUSINESS OUTLOOK

Going forward, the Group will follow the guidelines of "achieving sustainable growth with profit and member store operation at the core", and advance the following key work around the general requirements of "improving quality, stabilizing growth and creating value":

- I. Upgrading supply chain capacity: the Group will focus on customers' diversified demand for commodities and the goal of reducing cost and increasing the efficiency of the whole industry chain, and continue to seek cooperation with more high-quality upstream leading brand manufacturers. The Group will create an innovative supply chain to integrate production and marketing. The Group will build its own brand matrix, continue to promote the B2F inverted supply chain, and jointly shape a smart supply chain system for flexible production with manufacturers.

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- 二、會員零售門店服務能力升級：聚焦會員零售門店的痛點，以「技術+運營+營銷」沉澱能力，通過AI技術，不斷提升經營場景的智能化，滿足客戶多樣化的需求；同時，圍繞門店私域流量運營提升其綜合經營能力，幫助會員零售門店在競爭激烈的市場中提升效率和盈利能力。
- II. Upgrading member store service capacity: the Group will focus on the pain points of member retail stores and accumulate capabilities with “technology + operation + marketing”. The Group, through AI technology, will make business scenarios more intelligent to meet the diversified needs of customers. Meanwhile, the Group, focusing on the private area traffic operation of stores, will improve its comprehensive management capabilities and help member retail stores improve efficiency and profitability in a highly competitive market.
- 三、數字化能力升級：聚焦多行業全鏈路差異化的數字化需求，在各行業建設垂直的產業互聯網平台，進一步提升用戶體驗；並繼續升級產業交易平台，進一步提升智能化水平，為會員零售門店提供更強大的智能生意助手、數字人直播等功能，提升客戶滿意度。
- III. Upgrading digital capability: focusing on the differentiated digital needs of the whole chain in multiple industries, the Group will build a vertical industrial Internet platform in industries to further improve user experience. Meanwhile, the Group will continue to upgrade the industrial trading platform, and further improve the level of intelligence to provide member retail stores with more powerful intelligent business assistants, digital livestreaming and other functions to enhance customer satisfaction.
- 四、倉配體系升級：聚焦下沉市場倉儲物流的系統搭建，通過數字化手段進一步提高倉配效率，形成智能化倉配體系，助力鄉村實現物流系統暢通，保障供應鏈的穩定可持續發展。
- IV. Upgrading warehousing and distribution system: focusing on the system construction of warehousing and logistics in the lower-tier market, the Group will further digitally improve the efficiency of warehousing and distribution to have in place an intelligent warehousing and distribution system, helping villages to secure a smooth logistics system and ensure the stable and sustainable development of the supply chain.
- 五、組織升級：聚焦能夠持續落地未來戰略的組織建設，打造以領軍型人才為核心的經營型組織；加大各行業專業領域的人才引入和賦能；持續落地股權激勵，進一步激活團隊潛力，實現組織的內驅式發展，助推各項戰略落地。
- V. Upgrading organization: focusing on the organization construction that can stay committed to the future strategy, the Group will shape a business organization with leading talents at its very core. The Group will increase the introduction and empowerment of talents in the professional fields of various industries. The Group will continue to implement equity incentives, further activate the potential of the team, and realize the internal drive development of the organization to help implement strategies.

管理層討論與分析

MANAGEMENT DISCUSSION AND ANALYSIS

財務回顧

收入

得益於快速拓展的下沉市場銷售網絡、與上游品牌商不斷強化的戰略合作，以及對會員零售門店服務滲透率的持續提升，本集團收入由截至2022年6月30日止六個月的人民幣40,685.9百萬元增長6.6%至2023年6月30日止六個月的人民幣43,376.8百萬元。

下表載列本集團與所示期間按業務板塊劃分的收入絕對金額及同比變動百分比：

交易業務板塊

FINANCIAL REVIEW

Revenue

Attributable to the rapidly expanding sales network in the downstream markets, the strengthening of strategic cooperation with upstream brand owners and the continuous increase in penetration of member retail store services, the Group's revenue increased by 6.6% from RMB40,685.9 million for the six months ended June 30, 2022 to RMB43,376.8 million for the six months ended June 30, 2023.

The following table sets out the revenue of the Group by business segment in absolute amount and the year-on-year change for the periods indicated:

Commerce Business

		截至6月30日止六個月 For the six months ended June 30,		
		2023年 (未經審計)	2022年 (未經審計) (經重列)	同比變動
		2023 (unaudited)	2022 (unaudited) (restated)	Year-on-year change
		(人民幣千元，百分比除外)		
		(RMB'000, except for percentage)		
交易業務板塊：	Commerce Business:			
自營業務	Direct sales	42,988,363	40,270,350	6.7%
消費電子產品	Consumer electronics	23,111,295	18,582,189	24.4%
農業生產資料	Agricultural means of production	6,754,767	8,347,688	(19.1%)
家用電器	Household appliances	6,557,688	6,557,262	0.0%
交通出行	Vehicles and auto parts merchandise	4,049,168	3,911,486	3.5%
家居建材	Homebuilding and renovation materials	1,535,937	1,625,822	(5.5%)
酒水飲料	Liquor and beverages	846,070	1,012,333	(16.4%)
其他 ⁽¹⁾	Others ⁽¹⁾	133,438	233,570	(42.9%)
在線撮合業務	Online marketplace	1,427	1,111	28.4%
交易業務板塊總計	Total for commerce business	42,989,790	40,271,461	6.8%

註：(1) 其他主要包括各種快消品。

Note: (1) Others mainly include various fast-moving consumer goods.

管理層討論與分析

MANAGEMENT DISCUSSION AND ANALYSIS

本集團自營業務的收入主要分為消費電子產品、農業生產資料、家用電器、交通出行、家居建材及酒水飲料六大行業。自營業務收入由截至2022年6月30日止六個月的人民幣40,270.4百萬元增長6.7%至截至2023年6月30日止六個月的人民幣42,988.4百萬元，主要由於：(i)消費電子、交通出行及家用電器收入的貢獻；及(ii)客戶結構調整優化，經營質量提升，上半年來自會員零售門店的收入佔比穩步提升。

本集團進一步拓展銷售渠道，同時得益於疫情結束消費電子市場需求、廠商產能以及物流的逐步恢復，消費電子產品收入增長迅速，較去年同期增長24.4%。

農業生產資料、酒水飲料、家居建材下降主要原因：(i)報告期內化肥、飼料等農業生產資料價格持續下跌，為減少行業階段性影響，本集團主動收縮部分業務，農業生產資料收入較去年同期下降19.1%；(ii)報告期內白酒市場不景氣，醬酒品類利潤空間下降較為明顯，本集團進行業務調整，減少了部分醬酒業務，酒水飲料收入較去年同期下降16.4%；及(iii)受房地產及建築行業持續低迷影響，本集團減少了相關業務，來自於家居建材的收入下降了5.5%。

Our revenue from the direct sales of the Group was mainly from six major industries, namely consumer electronics, agricultural means of production, household appliances, vehicles and auto parts merchandise, homebuilding and renovation materials and liquor and beverages. The revenue from the direct sales grew by 6.7% from RMB40,270.4 million for the six months ended June 30, 2022 to RMB42,988.4 million for the six months ended June 30, 2023. This was primarily due to: (i) contribution of the revenue from consumer electronics, vehicles and auto parts merchandise and household appliances; and (ii) the proportion of revenue from member retail store steadily increased in the first half of the year as the adjustment and optimization of customer structure and update of business quality.

Due to further expansion of the Group's sales channels, and benefiting from the gradual recovery of demand in the consumer electronics market, manufacturers' production capacity as well as logistics after the end of the pandemic, revenue of consumer electronics increased rapidly, representing an increase of 24.4% as compared with the same period last year.

The decrease in revenue from agricultural means of production, liquor and beverages, homebuilding and renovation materials was mainly due to: (i) the revenue of agricultural means of production decreased by 19.1% as compared with the same period last year, which was due to the fact that the Group actively reduced part of its business to reduce the periodic impact of the industry, as a result of the prices of fertiliser, feed and other agricultural means of production continued to decline during the Reporting Period; (ii) the revenue of liquor and beverages decreased by 16.4% compared with the same period of last year, which was due to the fact that the Group adjusted its business to reduce part of the soy sauce business as a result of the sluggish liquor market and the decline in profit margin of the soy sauce category significantly during the Reporting Period; and (iii) the revenue from the homebuilding and renovation materials decreased by 5.5%, which was due to the continuous downturn in the real estate and construction industries, and the Group reduced the relevant business.

管理層討論與分析

MANAGEMENT DISCUSSION AND ANALYSIS

服務業務板塊

Service Business

截至6月30日止六個月

For the six months

ended June 30,

2023年 (未經審計) 2023 (unaudited)	2022年 (未經審計) 2022 (unaudited)	同比變動 Year-on-year change
(人民幣千元，百分比除外)		
(RMB' 000, except for percentage)		

服務業務板塊：	Service Business:			
門店SaaS+訂閱	SaaS+ subscription	270,078	263,442	2.5%
商家解決方案	Merchant solutions	73,084	101,005	(27.6%)
服務業務板塊總計	Total for Service Business	343,162	364,447	(5.8%)

本集團服務業務收入主要由門店SaaS+訂閱和商家解決方案兩部分構成。門店SaaS+訂閱較同期穩步增長。商家解決方案較去年同期下降27.6%，主要由於商家解決方案的業務策略調整，2023年上半年商家解決方案聚焦以自主技術產品線的數字化解決方案，減少了部分低毛利的精準營銷業務。整體解決方案收入的毛利率與毛利額提升明顯。

Revenue from the service business of the Group was mainly from two segments, namely the SaaS+ subscription and merchant solutions. The SaaS+ subscription grew steadily compared with the same period last year. While the merchant solutions decreased by 27.6% compared with the same period last year, mainly due to the adjustment of business strategy of merchant solutions. In the first half of 2023, merchant solutions focused on self-technical product line digital solutions, and reduced part of the precision marketing business with low gross profit. The gross profit margin and gross profit amount of the overall solution revenue have significantly increased.

收入成本、毛利及毛利率

本集團收入成本由截至2022年6月30日止六個月的人民幣39,487.6百萬元增加6.6%至截至2023年6月30日止六個月的人民幣42,083.3百萬元，毛利由截至2022年6月30日止六個月的人民幣1,198.3百萬元增加7.9%至截至2023年6月30日止六個月的人民幣1,293.5百萬元。本集團毛利總額的增長主要來自於收入的增長及毛利率的提升。

Cost of Revenue, Gross Profit and Gross Margin

The Group's cost of revenue increased by 6.6% from RMB39,487.6 million for the six months ended June 30, 2022 to RMB42,083.3 million for the six months ended June 30, 2023, and the gross profit increased by 7.9% from RMB1,198.3 million for the six months ended June 30, 2022 to RMB1,293.5 million for the six months ended June 30, 2023. The growth of the total gross profit of the Group was primarily due to the growth of its revenue and increase of gross profit margin.

管理層討論與分析

MANAGEMENT DISCUSSION AND ANALYSIS

本集團整體毛利率由截至2022年6月30日止六個月的2.9%增加至截至2023年6月30日止六個月的3.0%，毛利率增長主要來自交易業務結構的變化以及服務業務毛利率的提升。

服務業務毛利率較同期增長9.0個百分點，如上文所述，本集團商家解決方案業務戰略性調整，聚焦在高毛利的項目，軟件業務重心由聯合交付轉移至自主交付，導致毛利率提升。

銷售及營銷開支

The Group's overall gross margin increased from 2.9% for the six months ended June 30, 2022 to 3.0% for the six months ended June 30, 2023. The growth of the gross margin was mainly due to the change in structure of commerce business and the increase in gross profit margin of service business.

The gross margin of the service business increased by 9.0 percentage points compared to the same period last year. As mentioned above, the Group's merchant solutions business was strategically adjusted to focus on high-margin projects, and the focus of software business was shifted from joint delivery to self-delivery, resulting in an increase in gross margin.

Selling and Marketing Expenses

截至6月30日止六個月						
For the six months ended June 30,						
2023年		2022年				
(未經審計)		(未經審計)				
2023		2022				
(unaudited)		(unaudited)				
金額	佔收入比率	金額	佔收入比率	同比變動		
		(經重列)				
As a		As a		Year-on-year		
percentage		percentage		change		
Amount	of revenue	Amount	of revenue			
		(restated)				
(人民幣千元，百分比除外)						
(RMB' 000, except for percentage)						
銷售及營銷開支	Selling and Marketing Expenses	622,493	1.4%	629,056	1.5%	(1.0%)

銷售及營銷開支主要包括廣告宣傳開支、促銷服務費和僱員薪金等。銷售及營銷開支由截至2022年6月30日止六個月的人民幣629.1百萬元下降1.0%至截至2023年6月30日止六個月的人民幣622.5百萬元，基本持平。

銷售及營銷開支佔收入的比率由1.5%下降至1.4%，本集團費效提升。

Our selling and marketing expenses primarily consist of advertising expenses, promotion service fees and employee salaries. Selling and marketing expenses decreased by 1.0% from RMB629.1 million for the six months ended June 30, 2022 to RMB622.5 million for the six months ended June 30, 2023, which remained relatively stable.

The ratio of selling and marketing expenses to revenue decreased from 1.5% to 1.4%. The Group's cost efficiency increased.

管理層討論與分析

MANAGEMENT DISCUSSION AND ANALYSIS

行政及其他經營開支

Administrative and Other Operating Expenses

		截至6月30日止六個月				
		For the six months ended June 30,				
		2023年		2022年		
		(未經審計)		(未經審計)		
		2023		2022		
		(unaudited)		(unaudited)		
		金額	佔收入比率	金額	佔收入比率	同比變動
				(經重列)		
		As a		As a		
		percentage		percentage		Year-on-year
		Amount	of revenue	Amount	of revenue	change
				(restated)		
		(人民幣千元，百分比除外)				
		(RMB' 000, except for percentage)				
行政及其他經營開支	Administrative and Other Operating Expenses	172,428	0.4%	200,015	0.5%	(13.8%)

行政及其他經營開支由截至2022年6月30日止六個月的人民幣200.0百萬元下降13.8%至2023年6月30日止六個月的人民幣172.4百萬元，主要由於：(i) 上市開支減少（截至2022年6月30日止六個月的上市開支為人民幣16.2百萬元，本報告期未產生上市開支）；及(ii) 人效及管理效率提升。

Administrative and other operating expenses decreased by 13.8% from RMB200.0 million for the six months ended June 30, 2022 to RMB172.4 million for the six months ended June 30, 2023, primarily due to: (i) the decrease in listing expenses (listing expenses amounted to RMB16.2 million for the six months ended June 30, 2022, while no listing expenses were incurred for the Reporting Period); and (ii) improving human resources efficiency and management efficiency.

貿易及其他應收款項減值虧損

貿易及其他應收款項減值虧損由截至2022年6月30日止六個月的人民幣84.7百萬元增長39.6%至截至2023年6月30日止六個月的人民幣118.2百萬元，主要由於本集團加大了對部分長賬齡應收款項計提預期信用損失，導致預期信用損失增加。

Impairment Loss on Trade and Other Receivables

Impairment loss on trade and other receivables increased by 39.6% from RMB84.7 million for the six months ended June 30, 2022 to RMB118.2 million for the six months ended June 30, 2023, primarily due to an increase in expected credit losses as a result of the Group's increased provision for expected credit losses on certain aged receivables.

管理層討論與分析

MANAGEMENT DISCUSSION AND ANALYSIS

研發成本

研發成本主要包括人工成本、折舊及攤銷及其他。研發成本由截至2022年6月30日止六個月的人民幣63.5百萬元下降27.7%至截至2023年6月30日止六個月的人民幣45.9百萬元，主要由於：(i)去年同期本集團在數字化基礎設施及底層能力建設方面有重大項目投入，本報告期研發投入保持正常水平；及(ii)報告期內，本集團加強研發體系化能力建設，自研能力和研發效率明顯提升。

其他收入

其他收入由截至2022年6月30日止六個月的人民幣21.6百萬元增長38.4%至2023年6月30日止六個月的人民幣29.9百萬元，主要由於政府補助較去年同期增加。

其他收益淨額

其他收益淨額由截至2022年6月30日止六個月的人民幣124.2百萬元下降44.9%至截至2023年6月30日止六個月的人民幣68.4百萬元，主要由於募集資金逐步使用，外匯總額有所減少，匯兌收益少於去年同期。

財務收入／(成本)淨額

財務收入／(成本)淨額由截至2022年6月30日止六個月的淨支出人民幣85.5百萬元增加110.6%至截至2023年6月30日止六個月的淨收入人民幣9.0百萬元，主要由於可贖回注資利息支出減少。本公司於2022年2月18日在香港聯交所主板上市，與首次公開發行前投資相關的特別權利無條件終止，可贖回注資被重新分類為權益，相關利息不再計提。

Research and Development Costs

Research and development costs mainly include labor costs, depreciation, amortisation and others. Research and development costs decreased by 27.7% from RMB63.5 million for the six months ended June 30, 2022 to RMB45.9 million for the six months ended June 30, 2023. This was primarily due to: (i) the Group invested in major projects in digital infrastructure and underlying capacity building during the same period last year, while our R&D expenditures remained at a normal level during this Reporting Period; and (ii) during the Reporting Period, the Group strengthened its R&D systematization capacity building, significantly improving its self research ability and R&D development efficiency.

Other Revenue

Other revenue increased by 38.4% from RMB21.6 million for the six months ended June 30, 2022 to RMB29.9 million for the six months ended June 30, 2023, primarily due to an increase in government grants compared to the same period last year.

Other Net Gains

Other net gains decreased by 44.9% from RMB124.2 million for the six months ended June 30, 2022 to RMB68.4 million for the six months ended June 30, 2023, primarily due to the gradual utilization of the proceeds and the decrease in the total foreign exchange amount, which resulted in a lower exchange gain compared to the same period last year.

Net Finance Income/(Costs)

The amount of net finance income/(costs) increased by 110.6% from net cost of RMB85.5 million for the six months ended June 30, 2022 to net income of RMB9.0 million for the six months ended June 30, 2023, primarily due to the decrease in interest expenses arising from redeemable capital contributions. As the Company was listed on the Main Board of the Hong Kong Stock Exchange on February 18, 2022, the special rights related to the Pre-IPO Investment were unconditionally terminated, the redeemable capital contributions were reclassified as equity and the related interest was no longer accrued.

管理層討論與分析

MANAGEMENT DISCUSSION AND ANALYSIS

所得稅

所得稅由截至2022年6月30日止六個月的人民幣52.6百萬元上升11.8%至截至2023年6月30日止六個月的人民幣58.9百萬元，主要由於經調整後除稅前盈利較去年同期增長所致。

截至2023年6月30日止六個月按經調整後除稅前盈利計算的綜合稅率為13.3%，較去年同期14.1%小幅下降。

本公司管理層認為，本集團於報告期內應用的有效稅率，屬於合理水平。

本公司股權持有人應佔盈利

基於上述原因，截至2023年6月30日止六個月及截至2022年6月30日止六個月分別錄得本公司股權持有人應佔盈利為人民幣245.1百萬元及人民幣112.4百萬元。

經調整淨利潤（非國際財務報告準則計量）

下表載列所示期間本集團經調整淨利潤（非國際財務報告準則計量）與根據國際財務報告準則的最具直接可比性的財務衡量指標、期內盈利的對賬：

Income Tax

Income tax increased by 11.8% from RMB52.6 million for the six months ended June 30, 2022 to RMB58.9 million for the six months ended June 30, 2023, primarily due to the increase in adjusted profit before tax as compared to the same period last year.

The consolidated tax rate calculated based on the adjusted profit before tax for the six months ended June 30, 2023 was 13.3%, representing a slight decrease from 14.1% for the corresponding period last year.

The management of the Company considers that the effective tax rate applied by the Group during the Reporting Period was at a reasonable level.

Profit Attributable to Equity Shareholders of the Company

As a result of the above, we recorded a profit attributable to equity Shareholders of the Company of RMB245.1 million for the six months ended June 30, 2023 and RMB112.4 million for the six months ended June 30, 2022.

Adjusted Net Profit (Non-IFRS Measures)

The following table reconciles the adjusted net profit (non-IFRS measures) of the Group to the most directly comparable financial measure in accordance with IFRSs, profit for the period, for the periods indicated:

		截至6月30日止六個月	
		For the six months ended June 30,	
		2023年	2022年
		(未經審計)	(未經審計)
			(經重列)
		2023	2022
		(unaudited)	(unaudited)
			(restated)
		(人民幣千元)	
		(RMB'000)	
期內盈利	Profit for the period	382,957	228,662
加：可贖回注資產生的利息開支	Add: interest expenses arising from redeemable capital contributions	—	91,830
經調整淨利潤	Adjusted Net Profit		
(非國際財務報告準則計量)	(Non-IFRS Measures)	382,957	320,492

管理層討論與分析

MANAGEMENT DISCUSSION AND ANALYSIS

截至2023年6月30日止六個月及截至2022年6月30日止六個月經調整後的淨利潤分別為人民幣383.0百萬元及人民幣320.5百萬元，增長19.5%。

經調整本公司股權持有人應佔淨利潤（非國際財務報告準則計量）

下表載列所示期間本集團經調整本公司股權持有人應佔淨利潤（非國際財務報告準則計量）與根據國際財務報告準則的最具直接可比性的財務衡量指標、本公司股權持有人應佔盈利的對賬：

Adjusted net profit for the six months ended June 30, 2023 and the six months ended June 30, 2022 was RMB383.0 million and RMB320.5 million, respectively, representing an increase of 19.5%.

Adjusted Net Profit Attributable to Equity Shareholders of the Company (Non-IFRS Measures)

The following table reconciles the adjusted net profit attributable to equity shareholders of the Company (non-IFRS measures) of the Group to the most directly comparable financial measure in accordance with IFRSs, the profit attributable to equity shareholders of the Company, for the periods indicated:

		截至6月30日止六個月	
		For the six months ended June 30,	
		2023年	2022年
		(未經審計)	(未經審計)
			(經重列)
		2023	2022
		(unaudited)	(unaudited)
			(restated)
		(人民幣千元)	
		(RMB'000)	
本公司股權持有人應佔盈利	Profit attributable to equity shareholders of the Company	245,128	112,428
加：可贖回注資產產生的利息開支	Add: interest expenses arising from redeemable capital contributions	—	91,830
經調整本公司股權持有人應佔淨利潤（非國際財務報告準則計量）	Adjusted net profit attributable to equity shareholders of the Company (non-IFRS measures)	245,128	204,258

截至2023年6月30日止六個月及截至2022年6月30日止六個月經調整本公司股權持有人應佔淨利潤分別為人民幣245.1百萬元及人民幣204.3百萬元，增長20.0%。

現金及現金等價物

於2023年6月30日以及2022年12月31日，現金及現金等價物分別為人民幣4,672.8百萬元和人民幣4,082.2百萬元。本集團擁有充足的營運資金滿足經營需求。

For the six months ended June 30, 2023 and the six months ended June 30, 2022, our adjusted net profit attributable to equity shareholders of the Company amounted to RMB245.1 million and RMB204.3 million, respectively, representing a growth of 20.0%.

Cash and Cash Equivalents

As at June 30, 2023 and December 31, 2022, our cash and cash equivalents amounted to RMB4,672.8 million and RMB4,082.2 million, respectively. The Group has sufficient working capital for our operating requirements.

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存貨

於2023年6月30日及2022年12月31日，存貨分別為人民幣2,705.2百萬元和人民幣2,553.1百萬元，增長6.0%，存貨增加主要由於空調等家用電器類備貨。

本報告期存貨周轉天數為11天，較去年年底的12天略有下降。

預付款項、按金及其他應收款項

於2023年6月30日及2022年12月31日，預付款項、按金及其他應收款分別為人民幣9,441.1百萬元和人民幣9,037.7百萬元，增長4.5%，由於採購規模增長，預付款項同步增加，用於鎖定貨源。

貿易應付款項及應付票據

於2023年6月30日及2022年12月31日，貿易應付款項及應付票據分別為人民幣16,033.8百萬元和人民幣15,071.4百萬元，增長6.4%，由於採購規模增長，應付票據同步增長。

資本開支

截至2023年6月30日止六個月及截至2022年6月30日止六個月，資本開支分別為人民幣23.9百萬元及人民幣11.1百萬元。資本開支主要用於物業裝潢及設備購置。

僱員及薪酬政策

於2023年6月30日，本集團共聘用4,630名員工。本集團乃按個別人士在職表現及發展潛力招聘及晉升員工。全體員工的薪酬待遇取決於員工的表現及市場薪金水平。

Inventories

As at June 30, 2023 and December 31, 2022, the inventories amounted to RMB2,705.2 million and RMB2,553.1 million, respectively, representing an increase of 6.0%. The increase in inventories was primarily due to the stocking of household appliances such as air conditioners.

The inventory turnover days during the Reporting Period was 11 days, representing a slight decrease compared with 12 days as at the end of last year.

Prepayments, Deposits and Other Receivables

As at June 30, 2023 and December 31, 2022, our prepayments, deposits and other receivables were RMB9,441.1 million and RMB9,037.7 million, respectively, representing an increase of 4.5%. As the purchase scale grows, we increased our prepayments at the same time to lock supplies of goods.

Trade and Bills Payables

As at June 30, 2023 and December 31, 2022, our trade and bills payables were RMB16,033.8 million and RMB15,071.4 million, respectively, representing an increase of 6.4%. The increase of bills payables came in tandem with an increase in procurement scale.

Capital Expenditures

For the six months ended June 30, 2023 and the six months ended June 30, 2022, our capital expenditures were RMB23.9 million and RMB11.1 million, respectively. The capital expenditures were used primarily for the properties renovation and acquisition of equipment.

EMPLOYEES AND REMUNERATION POLICY

As at June 30, 2023, the Group had employed a total of 4,630 employees. The Group hires and promotes our employees based on their individual on-the-job performance and development potential. The remuneration package of all our employees depends on their performance and market salary levels.

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於2022年11月28日（「採納日期」），經本公司股東大會批准，本公司採納受限制股份單位計劃，以透過授出獎勵作為相關合資格人士（指董事會或其授權人士全權酌情認為已經或將會為本集團發展作出重大貢獻或將有重大貢獻的人士，包括本集團僱員、董事（獨立非執行董事除外）、監事、高級管理層及本集團任何成員公司的主要營運團隊成員）過往、現時或預期對本集團所作貢獻及忠誠的回報，並使彼等的利益與股東的利益一致，以留聘及吸引人才。有關受限制股份單位計劃的詳情載於本公司日期為2022年11月11日的通函。截至2023年6月30日止六個月，本公司已根據受限制股份單位計劃授出4,842,500個受限制股份單位。

On November 28, 2022 (the “**Adoption Date**”), upon approval by the general meeting of the Company, the Company adopted the RSU Scheme for the purpose of retaining and attracting talents by rewarding the relevant eligible persons (referring to any individual, being an employee, director (excluding independent non-executive director), supervisor, senior management, key operating team member of any member of the Group who the Board or its delegatee considers, in their sole discretion, to have significantly contributed or will significantly contribute to the development of the Group) for their past, present or expected contribution and loyalty to the Group and aligning their interests with those of the Shareholders through the grant of awards. Details of the RSU Scheme are set out in the circular of the Company dated November 11, 2022. For the six months ended June 30, 2023, the Company has granted 4,842,500 RSUs under the RSU Scheme.

所持重大投資、重大收購及出售附屬公司、聯營公司及合營企業

SIGNIFICANT INVESTMENT HELD, MATERIAL ACQUISITIONS AND DISPOSALS OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES

收購南京好享家工程

Acquisition of Nanjing Hosjoy Engineering

於2023年3月21日，本公司與好享家舒適智能家居股份有限公司（本公司單一最大股東兼非執行董事汪建國先生的聯繫人（定義見上市規則））訂立股權收購協議，據此，本公司有條件同意向好享家舒適智能家居股份有限公司收購南京好享家工程（一家於中國成立的投資控股公司，擁有多家主要於中國從事家用電器銷售的附屬公司）的全部股權，代價為人民幣504,299,500元。

On March 21, 2023, the Company entered into an equity acquisition agreement with Hosjoy Comfortable Smart Home Co., Ltd., which is an associate (as defined under the Listing Rules) of Mr. Wang Jianguo, the single largest shareholder of the Company and the non-executive Director, pursuant to which the Company has conditionally agreed to acquire the entire equity interest of Nanjing Hosjoy Engineering, which is an investment holding company established in the PRC and has a number of subsidiaries principally engaged in sales of household appliances in the PRC, from Hosjoy Comfortable Smart Home Co., Ltd. at a consideration of RMB504,299,500.

上述股權收購協議中好享家舒適智能家居股份有限公司向本公司就南京好享家工程截至2023年12月31日止年度、截至2024年12月31日止年度及截至2025年12月31日止年度合併口徑實現的淨利潤作出了相應承諾，並約定了補償方式。

Under the above equity acquisition agreement, Hosjoy Comfortable Smart Home Co., Ltd. has made relevant commitment to the Company in respect of the net profits realised on a consolidated basis of Nanjing Hosjoy Engineering for the year ending December 31, 2023, the year ending December 31, 2024 and the year ending December 31, 2025, and stipulated the compensation method.

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上述收購事項已於2023年5月5日完成。收購完成後，南京好享家工程集團成為本公司的附屬公司，且其財務業績併入本集團的財務報表。有關上述收購事項的進一步詳情請參見本公司日期為2023年3月21日的公告。

截至2023年6月30日止六個月，除上述披露外，本集團並無任何所持重大投資（包括於2023年6月30日於被投資公司佔本集團資產總額5%或以上的任何投資）、重大收購或出售附屬公司、聯營公司及合營企業。

受限制股份單位計劃

於2022年11月28日，經本公司股東大會批准，本公司採納受限制股份單位計劃，以透過授出獎勵作為相關合資格人士（指董事會或其授權人士全權酌情認為已經或將會為本集團發展作出重大貢獻或將有重大貢獻的人士，包括本集團僱員、董事（獨立非執行董事除外）、監事、高級管理層及本集團任何成員公司的主要營運團隊成員）過往、現時或預期對本集團所作貢獻及忠誠的回報，並使彼等的利益與股東的利益一致，以留聘及吸引人才。該計劃將自採納日期起十年期間有效。有關受限制股份單位計劃的詳情載於本公司日期為2022年11月11日的通函。

於2023年4月6日，本公司根據受限制股份單位計劃向494名選定持有人授予合共4,842,500個受限制股份單位，即4,842,500股H股，佔於最後實際可行日期已發行股份總數約0.86%，佔最後實際可行日期H股總數約2.69%。有關上述授予受限制股份單位的詳情載於本公司日期為2023年4月6日的公告。

The above acquisition was completed on May 5, 2023. Upon completion of the acquisition, Nanjing Hosjoy Engineering Group became subsidiaries of the Company, and its financial results were consolidated into the financial statements of the Group. For further details of the above acquisition, please refer to the announcement of the Company dated March 21, 2023.

For the six months ended June 30, 2023, save as disclosed above, the Group did not hold any significant investments (including any investment in an investee company with a value of 5% or more of the Group's total assets as at June 30, 2023) or have any material acquisitions or disposals of subsidiaries, associates and joint ventures.

RSU SCHEME

On November 28, 2022, upon approval by the general meeting of the Company, the Company adopted the RSU Scheme for the purpose of retaining and attracting talents by rewarding the relevant eligible persons (referring to any individual, being an employee, director (excluding independent non-executive director), supervisor, senior management, key operating team member of any member of the Group who the Board or its delegatee considers, in their sole discretion, to have significantly contributed or will significantly contribute to the development of the Group) for their past, present or expected contribution and loyalty to the Group and aligning their interests with those of the Shareholders through the grant of awards. Such scheme will remain in force for a period of ten years commencing on the Adoption Date. Details of the RSU Scheme are set out in the circular of the Company dated November 11, 2022.

On April 6, 2023, the Company granted an aggregate of 4,842,500 RSUs, i.e. 4,842,500 H Shares, representing approximately 0.86% of the total number of issued Shares as at the Latest Practicable Date and approximately 2.69% of the total number of H Shares as at the Latest Practicable Date, to 494 selected participants pursuant to the RSU Scheme. Details of the above grant of RSUs are set out in the announcement of the Company dated April 6, 2023.

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註：

- (1) 其餘三名為董事，已於上表中單獨列示。
- (2) 已授予受限制股份單位於授予日期的公允價值乃根據本公司H股於授予日期的收市價（即30.15港元）計量，緊接授予日期前（即2023年4月4日）本公司H股的收市價為31.10港元。
- (3) 歸屬時間表：於2024年11月歸屬受限制股份單位的10%；於2025年11月歸屬受限制股份單位的20%；於2026年11月歸屬受限制股份單位的20%；於2027年11月歸屬受限制股份單位的20%；及於2028年11月歸屬受限制股份單位的30%。

績效目標：(1)上一年度本公司股權持有人應佔淨利潤同比增幅不低於30%；(2)個人所在業務經營體上一年度利潤目標達成；及(3)個人績效指標完成。

- (4) 歸屬時間表：於2026年4月全數歸屬。
- 績效目標：(1)2023年、2024年、2025年連續三年本公司股權持有人應佔淨利潤同比增幅不低於30%；及(2)其他附屬公司2023年、2024年、2025年連續三年稅前利潤同比增幅不低於10%。

為實施受限制股份單位計劃，本公司委託合資格信託管理人中誠信託有限責任公司（獨立於本公司及其關連人士（定義見上市規則）的獨立第三方）（「受託人」），由其按現行市價通過場內交易購買的H股作為激勵來源。

董事會及／或授權人士將視乎市場狀況，在符合受限制股份單位計劃規則及遵守所有相關法律、規則及條例的情況下，適時指示受託人繼續於市場上購買H股。

Notes:

- (1) The remaining three are Directors, who have been listed separately in the above table.
- (2) The fair value of the RSUs granted at the date of grant was measured based on the closing price of the Company's H Shares on the date of grant (i.e. HK\$30.15) and the closing price of the Company's H Shares immediately before the date of grant (i.e. April 4, 2023) was HK\$31.10.
- (3) Vesting schedule: as to 10% of the RSUs in November 2024; as to 20% of the RSUs in November 2025; as to 20% of the RSUs in November 2026; as to 20% of the RSUs in November 2027; and as to 30% of the RSUs in November 2028.

Performance targets: (1) no less than 30% increase in net profits attributable to equity shareholders of the Company as compared with the corresponding figure in the preceding year; (2) accomplishment of profit targets for the corresponding preceding year by the business unit in which the such participant serves; and (3) achievement of individual performance indicators.

- (4) Vesting schedule: fully vested in April 2026.

Performance targets: (1) no less than 30% year-on-year increase in the net profits attributable to equity shareholders of the Company for three consecutive years of 2023, 2024 and 2025; and (2) no less than 10% year-on-year increase in profits before tax of other subsidiaries for the three consecutive years of 2023, 2024 and 2025.

In order to implement the RSU Scheme, the Company entrusted China Credit Trust Co., Ltd., an independent third party independent of the Company and its connected persons (as defined in the Listing Rules) (the "Trustee"), a qualified trust manager, to purchase the H Shares through on-market transactions at the prevailing market price as the incentive source.

Subject to the rules relating to the RSU Scheme and compliance with all relevant laws, rules and regulations, the Board and/or the delegatee will, depending on the market conditions, instruct the Trustee to continue to make on-market purchase of H Shares in due course.

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員工培訓及社會保障

本公司為僱員提供健全的培訓計劃，認為該等培訓計劃可令僱員有效掌握必要技能及職業道德。本公司按照中國法律規定參加由省、市政府組織的強制性僱員社會保障計劃，包括養老保險、失業保險、生育保險、工傷保險、醫療保險及住房公積金。本公司與僱員須按特定百分比承擔社會保障計劃的費用。本公司須根據中國法律按僱員薪金、獎金及若干津貼的特定百分比直接向僱員社會保障計劃供款，且不得超過地方政府不時規定的最高金額。

資產抵押

於2023年6月30日，以存貨人民幣45.1百萬元（2022年：人民幣21.1百萬元）作為簽發應付票據的擔保。

截至2023年6月30日，以承諾預付人民幣110.2百萬元（2022年：人民幣36.7百萬元）作為銀行貸款和其他借款的擔保。

於2023年6月30日，簽發應付票據和信用證的質押存款人民幣5,118.3百萬元（2022年：人民幣5,149.7百萬元）。

於2023年6月30日，以結構性存款和財富管理產品人民幣1,424.7百萬元（2022年：人民幣1,497.5百萬元）作為應付票據發行的擔保。

流動資金及資本來源

我們過往一直主要以股東注資、投資者可贖回注資所得現金、銀行貸款及其他借款及經營活動所得現金滿足營運資金及其他資金需求。於2023年6月30日，我們的現金及現金等價物為人民幣4,672.8百萬元，於2022年12月31日則為人民幣4,082.2百萬元。

STAFF TRAINING AND SOCIAL SECURITY

The Company provides its employees with a comprehensive training program, which it believes will enable employees to effectively acquire the necessary skills and professional ethics. The Company participates in mandatory employee social security scheme organized by provincial and municipal governments in accordance with PRC laws, including endowment insurance, unemployment insurance, maternity insurance, work-related injury insurance, medical insurance and housing provident fund. The Company and its employees are required to pay a specified percentage of the cost of the social security scheme. The Company is required to contribute directly to the employee social security scheme at a specified percentage of the employees' salaries, bonuses and certain allowances in accordance with PRC laws, and the amount of contribution shall not exceed the maximum amount prescribed by the local government from time to time.

PLEDGE OF ASSETS

As of June 30, 2023, an inventory of RMB45.1 million (2022: RMB21.1 million) was used as a guarantee for the issuance of bills payable.

As of June 30, 2023, a commitment in prepayment of RMB110.2 million (2022: RMB36.7 million) was used as a guarantee for bank loans and other borrowings.

As of June 30, 2023, the pledged deposits for the issuance of bills payable and letters of credit amounted to RMB5,118.3 million (2022: RMB5,149.7 million).

As of June 30, 2023, structured deposits and wealth management products of RMB1,424.7 million (2022: RMB1,497.5 million) were used as guarantees for the issuance of bills payable.

LIQUIDITY AND CAPITAL RESOURCES

We had historically met our working capital and other capital requirements primarily through capital contributions from Shareholders, cash generated from redeemable capital contributions from investors, bank loans and other borrowings and cash generated from our operating activities. We had cash and cash equivalents of RMB4,672.8 million as of June 30, 2023, and RMB4,082.2 million as of December 31, 2022.

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MANAGEMENT DISCUSSION AND ANALYSIS

銀行貸款及其他借款

於2023年6月30日，本集團的銀行貸款及其他借款金額為人民幣1,652.9百萬元，以人民幣或港元為單位，主要按固定利率計息。

資本負債率

截至2023年6月30日，本集團資本負債率為18.7%。計算基準為：按總借貸除以權益。總借貸包括銀行貸款及其他借款、來自附屬公司非控股股東的貸款和租賃負債。董事認為本集團資本負債率屬正常範圍，對於業務活力的增強、市場的進一步開拓有促進作用。

匯率波動風險及任何相關對沖

本集團主要於中國經營業務，交易主要以人民幣結算，因此本集團的業務並無任何重大外匯風險。

本集團與兩家銀行訂立幾份外幣遠期外匯合約，以管理若干以港元計價的現金及現金等價物及銀行貸款所產生的貨幣風險，直至合約的結算日。

本集團會繼續監察外匯變動，以致力保持本集團的現金價值。

或有負債

於2023年6月30日，本集團不存在任何重大或有負債。

BANK LOANS AND OTHER BORROWINGS

As of June 30, 2023, the Group's bank loans and other borrowings amounted to RMB1,652.9 million, denominated in RMB or HK dollars, with interest mainly calculated at fixed interest rates.

GEARING RATIO

As of June 30, 2023, the gearing ratio of the Group was 18.7%. The gearing ratio is calculated based on total debts divided by the total amount of equity. Total debts include bank loans and other borrowings, loans from non-controlling shareholders of subsidiaries and lease liabilities. The Directors believe that the Group's gearing ratio is within the normal range, which will promote the enhancement of business vitality and the further exploration of the market.

RISK OF EXCHANGE RATE FLUCTUATIONS AND ANY RELATED HEDGING

The Group mainly operates in the PRC and its transactions are mainly settled in RMB, the business of the Group is not subject to any material foreign exchange risk.

The Group entered into several foreign currency forward exchange contracts with two banks to manage its currency risk arising from certain cash and cash equivalents and bank loans denominated in HK\$ until the settlement date of the contracts.

The Group will continue to monitor changes in foreign exchange in an effort to maintain its cash value.

CONTINGENT LIABILITIES

As of June 30, 2023, the Group did not have any material contingent liabilities.

其他資料

Other information

企業管治

本公司致力維持良好的企業管治，以保障股東權益並提升企業價值及問責性。本公司已採納企業管治守則第二部分所載的原則及守則條文並作為本公司企業管治常規的依據。報告期內，本公司一直遵守企業管治守則第二部分所載的守則條文。

證券交易的標準守則

本公司已採納標準守則作為董事及監事進行證券交易的操守守則。經向所有董事及監事作出查詢後，除未能取得獨立非執行董事程子傳先生的確認外，所有其他董事及監事確認彼等於報告期內一直遵守標準守則。

董事、監事及最高行政人員於股份、相關股份及債券之權益及淡倉

於2023年6月30日，董事、監事及本公司最高行政人員於本公司或其任何相聯法團（定義見證券及期貨條例第XV部）之股份、相關股份及債權證中擁有任何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香港聯交所之權益及淡倉（包括彼等根據證券及期貨條例之該等條文被當作或視為擁有之權益及淡倉），或根據證券及期貨條例第352條的規定須載入該條所指登記冊內的權益及淡倉，或根據標準守則須知會本公司及香港聯交所之權益及淡倉（就此而言，證券及期貨條例的相關條文將猶如適用於監事般詮釋）如下：

CORPORATE GOVERNANCE

The Company is committed to maintaining sound corporate governance to guarantee the interests of the Shareholders and enhance the corporate value and accountability. The Company has adopted the principles and code provisions set out in Part 2 of the CG Code as the basis of the corporate governance practice of the Company. The Company has complied with the code provisions set out in Part 2 of the CG Code during the Reporting Period.

MODEL CODE FOR SECURITIES TRANSACTIONS

The Company has adopted the Model Code as its code of conduct for securities transactions by the Directors and Supervisors. After making the specific enquiries to all Directors and Supervisors, except for the failure to obtain confirmation from Mr. Cheng Zichuan, an independent non-executive Director, all the other Directors and Supervisors have confirmed that they have complied with the standards set out in the Model Code throughout the Reporting Period.

THE INTERESTS AND SHORT POSITIONS OF EACH OF THE DIRECTORS, SUPERVISORS AND CHIEF EXECUTIVE IN THE SHARES, UNDERLYING SHARES AND DEBENTURES

As of June 30, 2023, the interests and short positions of each of the Directors, Supervisors and chief executive of the Company in the Shares, underlying Shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) which were required to be notified to the Company and the Hong Kong Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they were taken or deemed to have under such provisions of the SFO), or 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 Model Code, to be notified to the Company and the Hong Kong Stock Exchange (for this purpose, the relevant provisions of the SFO will be interpreted as if they applied to the Supervisors) were as follows:

其他資料

Other information

於本公司股份中擁有的權益及淡倉

Interests and short positions in the shares of the Company

姓名	職位	股份類別	股份數目	權益性質	於相關類別股份的 持股概約百分比(附註2)	於本公司已發行 股份總額的持股 概約百分比(附註2)
Name	Position	Class of Shares	Number of Shares	Nature of interest	Approximate percentage of shareholding in the relevant class of Shares (Note 2)	Approximate percentage of shareholding in the total issued Shares of the Company (Note 2)
汪建國 Wang Jianguo	董事長兼非執行董事 the Chairman of the Board and Non-executive Director	H股	39,516,334	實益擁有人	21.92%	7.02%
		H Share		Beneficial Owner		
		內資股	114,439,526	實益擁有人	29.93%	20.34%
		Domestic Shares		Beneficial Owner		
徐秀賢 Xu Xiuxian	執行董事兼首席執行官 Executive Director and the Chief Executive Officer	H股	2,991,759	受控法團權益(附註3)	1.66%	0.53%
		H Share		Interest in a controlled corporation (Note 3)		
		內資股	8,664,152	受控法團權益(附註3)	2.27%	1.54%
		Domestic Shares		Interest in a controlled corporation (Note 3)		
李煒 Li Wei	監事 Supervisor	H股	18,295,661	實益擁有人	10.15%	3.25%
		H Share		Beneficial Owner		
		內資股	52,984,339	實益擁有人	13.86%	9.42%
		Domestic Shares		Beneficial Owner		
		H股	745,591	實益擁有人	0.41%	0.13%
		H Share		Beneficial Owner		
		內資股	2,159,237	實益擁有人	0.56%	0.38%
		Domestic Shares		Beneficial Owner		

附註：

- 上述權益均為好倉。
- 於2023年6月30日，已發行股份總數為562,569,837股，其中包括180,266,339股H股和382,303,498股內資股。
- 汪先生透過五星控股集團有限公司(汪先生有權行使約68.43%的投票權的公司)間接控制南京源柏企業管理中心(有限合夥)99%股權。南京源柏企業管理中心(有限合夥)直接持有2,991,759股H股及8,664,152股內資股。因此，汪先生被視為於南京源柏企業管理中心(有限合夥)所持的股份中擁有權益。

Notes:

- All interests stated above are long positions.
- As at June 30, 2023, the total number of issued Shares was 562,569,837, including 180,266,339 H Shares and 382,303,498 Domestic Shares.
- Mr. Wang indirectly controlled 99% equity interest in Nanjing Yuanbai Enterprise Management Centre (Limited Partnership) through Five Star Holdings Group Co., Ltd. (a company in which Mr. Wang was entitled to exercise approximately 68.43% voting rights). Nanjing Yuanbai Enterprise Management Centre (Limited Partnership) directly holds 2,991,759 H Shares and 8,664,152 Domestic Shares. Therefore, Mr. Wang was deemed to be interested in the Shares held by Nanjing Yuanbai Enterprise Management Centre (Limited Partnership).

其他資料

Other information

於本公司股本衍生工具的相關股份中擁有的權益及淡倉

Interests and short positions in underlying shares of equity derivatives of the Company

姓名	職位	授予日期	相關 股份數目	權益性質	於相關類別 股份的持股 概約百分比 (附註2)	於本公司 已發行股份 總額的持股 概約百分比 (附註2)	備註
Name	Position	Date of grant	Number of underlying Shares	Nature of interest	Approximate percentage of shareholding in the relevant class of Shares (Note 2)	Approximate percentage of shareholding in the total issued Shares of the Company (Note 2)	Remarks
徐秀賢 Xu Xiuxian	執行董事兼首席執行官 Executive Director and the Chief Executive Officer	2023年4月6日 April 6, 2023	180,000	實益擁有人 Beneficial Owner	0.10%	0.03%	受限制股份單位 Restricted Share Unit
趙亮生 Zhao Liangsheng	執行董事 Executive Director	2023年4月6日 April 6, 2023	100,000	實益擁有人 Beneficial Owner	0.06%	0.02%	受限制股份單位 Restricted Share Unit
孫超 Sun Chao	執行董事 Executive Director	2023年4月6日 April 6, 2023	100,000	實益擁有人 Beneficial Owner	0.06%	0.02%	受限制股份單位 Restricted Share Unit
李煒 Li Wei	監事 Supervisor	2023年4月6日 April 6, 2023	80,000	實益擁有人 Beneficial Owner	0.04%	0.01%	受限制股份單位 Restricted Share Unit
毛宜軍 Mao Yijun	監事 Supervisor	2023年4月6日 April 6, 2023	80,000	實益擁有人 Beneficial Owner	0.04%	0.01%	受限制股份單位 Restricted Share Unit
王興華 Wang Xinghua	監事 Supervisor	2023年4月6日 April 6, 2023	50,000	實益擁有人 Beneficial Owner	0.03%	0.01%	受限制股份單位 Restricted Share Unit

附註：

- 上述權益均為好倉。
- 於2023年6月30日，已發行股份總數為562,569,837股，其中包括180,266,339股H股和382,303,498股內資股。

Notes:

- All interests stated above are long positions.
- As at June 30, 2023, the total number of issued Shares was 562,569,837, including 180,266,339 H Shares and 382,303,498 Domestic Shares.

除上文所披露者外，就董事所知，於2023年6月30日，概無董事、監事及本公司最高行政人員於本公司或其任何相聯法團（定義見證券及期貨條例第XV部）之股份、相關股份或債權證中擁有或被視為擁有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香港聯交所之權益或淡倉（包括彼等根據證券及期貨條例之該等條文被當作或視為擁有之權益及淡倉），或根據證券及期貨條例第352條的規定載入該條所指登記冊內的權益及淡倉，或根據標準守則另須知會本公司及香港聯交所之權益或淡倉。

Save as disclosed above, so far as is known to the Directors, as of June 30, 2023, none of the Directors, Supervisors and chief executive of the Company had or was deemed to have interests or short positions in the Shares, underlying Shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) which were required to be notified to the Company and the Hong Kong Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they were taken or deemed to have under such provisions of the SFO), or which were required, pursuant to section 352 of the SFO, to be entered in the register referred to therein, or which were required to be notified to the Company and the Hong Kong Stock Exchange pursuant to the Model Code.

其他資料

Other information

主要股東及其他人士於股份及相關股份的權益及淡倉

於2023年6月30日，據董事所知，下列人士（董事、監事及本公司最高行政人員除外）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及第3分部之條文須向本公司披露之權益或淡倉，或須記入本公司按證券及期貨條例第336條須置存之登記冊內的權益或淡倉：

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

As of June 30, 2023, so far as is known to the Directors, the following persons (other than the Directors, Supervisors and chief executive of the Company) had interests or short positions in the Shares or underlying Shares, which were required to be disclosed to the Company 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 the Company required to be kept pursuant to section 336 of the SFO:

姓名	股份類別	股份數目	權益性質	於相關類別股份的 持股概約百分比 (附註2)	於本公司已發行股份 總額的持股概約百分比 (附註2)
Name	Class of Shares	Number of Shares	Nature of interest	Approximate percentage of shareholding in the relevant class of Shares (Note 2)	Approximate percentage of shareholding in the total issued Shares of the Company (Note 2)
阿里巴巴中國(附註3) Alibaba China (Note 3)	H股	24,915,812	實益擁有人	13.82%	4.43%
	H Share		Beneficial Owner		
	內資股	72,156,332	實益擁有人	18.87%	12.83%
中央企業鄉村產業投資基金股份有限公司(附註4) Central SOEs Industrial Investment Fund for Rural Area Co., Ltd. (Note 4)	Domestic Shares		Beneficial Owner		
	H股	6,921,056	實益擁有人	3.84%	1.23%
	H Share		Beneficial Owner		
王健 Wang Jian	內資股	20,043,418	實益擁有人	5.24%	3.56%
	Domestic Shares		Beneficial Owner		
	H股	7,455,912	實益擁有人	4.14%	1.33%
Wang Jian	H Share		Beneficial Owner		
	內資股	21,592,364	實益擁有人	5.65%	3.84%
	Domestic Shares		Beneficial Owner		

附註：

- 上述權益均為好倉。
- 於2023年6月30日，已發行股份總數為562,569,837股，其中包括180,266,339股H股和382,303,498股內資股。
- 阿里巴巴中國由淘寶（中國）軟件有限公司及浙江天貓技術有限公司分別持有其57.59%及35.75%之權益。淘寶（中國）軟件有限公司及浙江天貓技術有限公司由Taobao China Holding Limited全資持有，而Taobao China Holding Limited由Taobao Holding Limited全資持有。Taobao Holding Limited為阿里巴巴集團控股有限公司的直接全資附屬公司。因此，淘寶（中國）軟件有限公司、浙江天貓技術有限公司、Taobao China Holding Limited、Taobao Holding Limited及阿里巴巴集團控股有限公司被視為於阿里巴巴中國所持的股份中擁有權益。

Notes:

- All interests stated above are long positions.
- As at June 30, 2023, the total number of issued Shares was 562,569,837, including 180,266,339 H Shares and 382,303,498 Domestic Shares.
- Alibaba China is held as to 57.59% and 35.75% by Taobao (China) Software Co., Ltd. and Zhejiang Tmall Technology Co., Ltd., respectively. Taobao (China) Software Co., Ltd. and Zhejiang Tmall Technology Co., Ltd. are wholly owned by Taobao China Holding Limited, which in turn is wholly owned by Taobao Holding Limited. Taobao Holding Limited is a direct wholly-owned subsidiary of Alibaba Group Holding Limited. Therefore, Taobao (China) Software Co., Ltd., Zhejiang Tmall Technology Co., Ltd., Taobao China Holding Limited, Taobao Holding Limited and Alibaba Group Holding Co., Ltd. are deemed to be interested in the shares held by Alibaba China.

其他資料

Other information

4. 中央企業鄉村產業投資基金股份有限公司(「**央企基金**」)由國投創益產業基金管理有限公司管理，並i)由六名機構股東(主要從事股權投資、股權管理諮詢、電信營運、能源投資及一體化設施服務)擁有30.49%，各股東持有央企基金5%至10%的股權；及ii)由剩餘104名機構股東擁有69.51%，各股東持有央企基金5%以下的股權。央企基金由國務院國有資產監督管理委員會最終控制。

除上文所披露者外，董事並不知悉任何人士(董事、監事及本公司最高行政人員除外)於2023年6月30日在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分部條文須向本公司披露的權益或淡倉，或須記入本公司按證券及期貨條例第336條須置存之登記冊內的權益或淡倉。

購買、出售或贖回本公司上市證券

報告期內，本公司及其附屬公司概無購買、出售或贖回本公司任何上市證券。

於香港聯交所首次公開發售H股股份及所得款項用途

於2022年2月18日，H股於香港聯交所主板上市，全球發售(定義見招股章程，包括部分行使招股章程所述超額配股權而發行H股)合計發行53,911,800股每股面值人民幣1.00元的H股。發售價為每股H股43.00港元(不包括1.0%經紀佣金、0.0027%證監會交易徵費、0.00015%財務匯報局交易徵費及0.005%香港聯交所交易費)。全球發售的所得款項總額(包括部分行使超額配股權的額外所得款項總額約99百萬港元)為約23.18億港元。

截至2023年6月30日，本集團根據招股章程所載擬定用途逐步動用全球發售所得款項(包括部分行使超額配股權的額外所得款項總額)。

4. Central SOEs Industrial Investment Fund for Rural Area Co., Ltd. ("SOE IIF") was managed by SDIC Chuangyi Industry Fund Management Co., Ltd. (國投創益產業基金管理有限公司) and was owned as to i) 30.49% by six institutional shareholders (mainly engaged in equity investment, equity management consulting, telecom operations, energy investment and integrated infrastructure services) each holding 5% to 10% equity interest in SOE IIF, and ii) 69.51% by the remaining 104 institutional shareholders each holding no more than 5% equity interest in SOE IIF. SOE IIF is ultimately controlled by the Stateowned Assets Supervision and Administration Commission of the State Council of the PRC (國務院國有資產監督管理委員會).

Save as disclosed above, the Directors were not aware of any persons (other than the Directors, Supervisors and chief executive of the Company) who had an interest or short position in the Shares or underlying Shares which were required to be disclosed to the Company under 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 as of June 30, 2023.

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

During the Reporting Period, neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities.

INITIAL PUBLIC OFFERING OF H SHARES ON THE HONG KONG STOCK EXCHANGE AND USE OF PROCEEDS

On February 18, 2022, the H Shares were listed on the main board of the Hong Kong Stock Exchange. A total of 53,911,800 H Shares with a nominal value of RMB1.00 each were issued under the Global Offering (as defined under the Prospectus, including the issuance of H Share upon the partial exercise of the over-allotment option as set forth in the Prospectus). The offer price is HK\$43.00 per H Share (exclusive of brokerage of 1.0%, SFC transaction levy of 0.0027%, FRC transaction levy of 0.00015% and Hong Kong Stock Exchange trading fee of 0.005%). The gross proceeds from the Global Offering (including the additional gross proceeds from the partial exercise of over-allotment option amounted to approximately HK\$99 million) were approximately HK\$2.318 billion.

As of June 30, 2023, the Group had gradually utilized the proceeds from the Global Offering (including the additional gross proceeds from the partial exercise of over-allotment option) in accordance with the intended use as set out in the Prospectus.

其他資料

Other information

H股於香港聯交所主板上市的全球發售（包括部分行使超額配股權）所得款項總淨額（於扣除承銷費用及其他相關費用後）為約2,185.0百萬港元，折合人民幣為約1,782.3百萬元。截至2023年6月30日止，本公司已根據招股章程所載擬定用途累計動用所得款項中的約人民幣650百萬元，佔所有募集資金的36.46%，餘下未動用所得款項為約人民幣1,132百萬元，且已存入香港或中國內地持牌銀行作為短期存款。截至2023年6月30日，所得款項的實際用途、報告期內已使用金額、未使用金額及其預期使用時間詳情載列如下：

The aggregate net proceeds from the Global Offering (including the partial exercise of over-allotment option) in respect of the listing of the H Shares on the main board of the Hong Kong Stock Exchange, after deduction of underwriting fees and other related expenses, amounted to approximately HK\$2,185.0 million (approximately equivalent to RMB1,782.3 million). As of June 30, 2023, the Company had utilised approximately RMB650 million of the proceeds in total, representing 36.46% of the total amount of the proceeds raised, in accordance with the intended use set out in the Prospectus, with the unused portion of the proceeds amounting to approximately RMB1,132 million and being deposited as short term deposits in licensed banks in Hong Kong or the Mainland China. Details of the actual use of proceeds, used amount during the Reporting Period as well as the unused amounts and its expected timeline as of June 30, 2023 are set out below:

資金用途	Use of Proceeds	金額	於2023年1月1日 未使用之金額	報告期內 已使用金額	於2023年6月30日 未使用金額	預期使用時間
		Amounts	Unused amount as at January 1, 2023	Used amount during the Reporting Period	Unused amounts as at June 30, 2023	Expected timeline
		人民幣百萬元 RMB in million	人民幣百萬元 RMB in million	人民幣百萬元 RMB in million	人民幣百萬元 RMB in million	
用於加強與現有客戶的關係並 進一步擴大客戶群	for enhancing relationships with our existing customers and further expanding our customer base	535	450	27	422	逐步使用至2024年 will be gradually used up to 2024
用於優化供應鏈的能力和效率	for optimizing the capability and efficiency of our supply chain	446	325	184	141	逐步使用至2024年 will be gradually used up to 2024
用於增加對平台的IT基礎設施 的投資以及增強門店SaaS+ 業務變現能力	for increasing investment in the IT infrastructure of our platform and enhancing SaaS+ business monetization capability	356	325	11	314	逐步使用至2024年 will be gradually used up to 2024
用於選擇性地尋求戰略合作、 投資或收購	for selectively pursuing strategic alliances, investments, or acquisitions	267	255	0	255	逐步使用至2024年 will be gradually used up to 2024
用於營運資金	as our working capital	178	7	7	0	不適用 N/A
合計	Total	1,782	1,362	230	1,132	

註：上表內總額與各數額總和之間的任何差異，乃因四捨五入所致。

Note: Any discrepancies in the above table between total and sum of amounts listed therein are due to rounding.

其他資料

Other information

審計委員會

董事會已設立審計委員會，本公司審計委員會的委員由兩名獨立非執行董事（分別為虞麗新女士（主席）及劉向東先生）及一名非執行董事王冉先生組成。

本集團截至2023年6月30日止六個月未經審計的中期業績已由審計委員會審閱。審計委員會亦已審閱本集團採納的會計原則及常規。

核數師的獨立審閱工作

截至2023年6月30日止六個月的中期財務報告未經審計，惟已由畢馬威會計師事務所根據香港會計師公會頒佈的香港審閱委聘準則第2410號「由實體的獨立核數師執行中期財務數據審閱」進行審閱。

中期股息

根據《中華人民共和國公司法》及公司章程有關利潤分配的相關規定，董事會不建議派發截至2023年6月30日止六個月的中期股息。

董事、監事及最高行政人員資料變動

根據上市規則第13.51B(1)條，於本公司2022年年報刊發後至最後實際可行日期期間，下列董事按第13.51(2)條第(a)至(e)段及第(g)段規定披露資料的變動如下：

王冉先生於2023年6月起擔任雲音樂股份有限公司（一家於香港聯交所上市的公司（股份代號：9899））非執行董事。

虞麗新女士不再擔任無錫帝科電子材料股份有限公司（一家於中國創業板上市的公司（證券代碼：300842））獨立董事。

劉向東先生不再擔任上海來伊份股份有限公司（一家於上海證券交易所上市的公司（證券代碼：603777））的獨立非執行董事。

AUDIT COMMITTEE

The Board has established the Audit Committee which comprises two independent nonexecutive Directors, Ms. Yu Lixin (chairlady) and Mr. Liu Xiangdong, and a non-executive Director, Mr. Wang Ran.

The unaudited interim results of the Group for the six months ended June 30, 2023 have been reviewed by the Audit Committee. The Audit Committee has also reviewed the accounting principles and practices adopted by the Group.

INDEPENDENT REVIEW OF AUDITOR

The interim financial report for the six months ended June 30, 2023 is unaudited, but has been reviewed by KPMG, in accordance with Hong Kong Standard on Review Engagements No. 2410 “Review of interim financial information performed by the independent auditor of the entity” issued by the Hong Kong Institute of Certified Public Accountants.

INTERIM DIVIDEND

Pursuant to the relevant provisions of the Company Law of the People's Republic of China and the Articles of Association relating to the distribution of profits, the Board does not recommend the payment of an interim dividend for the six months ended June 30, 2023.

CHANGES IN INFORMATION OF DIRECTORS, SUPERVISORS AND CHIEF EXECUTIVE

In accordance with Rule 13.51B(1) of the Listing Rules, the changes in information required to be disclosed by the following Directors pursuant to paragraphs (a) to (e) and (g) of Rule 13.51(2) between the publication date of the Company's 2022 Annual Report and the Latest Practicable Date are set out below:

Mr. Wang Ran has been a non-executive director of Cloud Music Inc., a company listed on the Hong Kong Stock Exchange (stock code: 9899), since June 2023.

Ms. Yu Lixin ceased to be an independent director of DK Electronic Materials Co., Ltd, a company listed on the ChiNext Board (stock code: 300842).

Mr. Liu Xiangdong ceased to be an independent non-executive director of Shanghai Laiyifen Co., Ltd., a company listed on the Shanghai Stock Exchange (stock code: 603777).

其他資料

Other information

除上文披露者外，本公司不知悉根據上市規則第13.51B(1)條須予披露的董事、監事及本公司最高行政人員資料變更。

報告期後的重要事項

建議修訂公司章程

鑒於(1)本公司根據實際經營需要，擬增加經營範圍；及(2)隨著中國內地監管新規自2023年3月31日起生效，香港聯交所根據內地監管新規相應修訂上市規則並自2023年8月1日起生效，本公司擬對公司章程進行修訂。相關議案已於2023年9月20日經董事會審議通過，並將提交本公司股東大會審議。有關進一步詳情請參見本公司日期為2023年9月20日的公告。

建議更換獨立非執行董事

鑒於程子傳先生已連續2次未出席董事會會議，且本公司一直未能與其取得聯繫，為保障董事會的正常運行效率，根據公司章程的相關規定，董事會建議免去程子傳先生於本公司擔任的所有職務，包括獨立非執行董事及提名委員會主席之職務（「**建議撤換**」）。

經提名委員會提名，董事會建議選舉刁揚先生為獨立非執行董事候選人，刁揚先生的任期自本公司股東大會批准之日起生效，至第三屆董事會任期屆滿時止，任期屆滿後可以膺選連任。

上述有關建議撤換及建議選舉獨立非執行董事的議案已於2023年9月20日經董事會審議通過，並將提交本公司股東大會審議。有關進一步詳情請參見本公司日期為2023年9月20日的公告。

除上文披露者外，於2023年6月30日後及直至最後實際可行日期，概無發生影響本集團的其他重要事項。

Save as disclosed above, the Company is not aware of the changes to information in respect of the Directors, Supervisors and chief executive of the Company required to be disclosed pursuant to Rule 13.51B(1) of the Listing Rules.

SIGNIFICANT EVENTS AFTER THE REPORTING PERIOD

Proposed Amendments to the Articles of Association

In view of (1) the Company's proposed expansion of business scope according to the actual business needs; and (2) with the new Mainland China regulations coming into effect on March 31, 2023, the corresponding amendments to the Listing Rules made by the Hong Kong Stock Exchange following the new Mainland China regulations and with effect from August 1, 2023, the Company proposes to make amendments to the Articles of Association. The relevant resolution was considered and approved by the Board on September 20, 2023 and will be submitted to the general meeting of the Company for consideration. For further details, please refer to the announcement of the Company dated September 20, 2023.

Proposed Change of Independent Non-executive Director

Given that Mr. Cheng Zichuan has failed to attend the Board meeting for two consecutive times and the Company has been unable to contact him, in order to ensure the normal operation efficiency of the Board, the Board proposes to remove all duties of Mr. Cheng Zichuan in the Company, including his duties as an independent non-executive Director and the chairman of the Nomination Committee ("**Proposed Removal**"), in accordance with relevant provisions of the Articles of Association.

As nominated by the Nomination Committee, the Board proposes to elect Mr. Diao Yang as a candidate for independent non-executive Director. The term of office of Mr. Diao Yang shall be effective from the date of approval at the general meeting of the Company until the expiry of the term of the third session of the Board. He is eligible for re-election after the expiry of his term of office.

The above resolutions in relation to the Proposed Removal and the proposed election of independent non-executive Director were considered and approved by the Board on September 20, 2023 and will be submitted to the general meeting of the Company for consideration. For further details, please refer to the announcement of the Company dated September 20, 2023.

Save as disclosed above, no other significant events affecting the Group have occurred since June 30, 2023 and up to the Latest Practicable Date.

獨立核數師審閱報告

Independent Auditor's Review Report

致匯通達網絡股份有限公司董事會的審閱報告

(於中華人民共和國註冊成立的有限公司)

緒言

本核數師(以下簡稱「我們」)已審閱列載於第42至92頁的匯通達網絡股份有限公司的中期財務報告,此中期財務報告包括截至2023年6月30日的綜合財務狀況表與截至該日止六個月期間的相關綜合損益表、損益及其他全面收益表、權益變動表和簡明綜合現金流量表以及說明性附註。香港聯合交易所有限公司證券上市規則規定,編製中期財務報告必須符合上述規則的有關條文以及國際會計準則理事會頒佈的國際會計準則第34號中期財務報告。董事須負責根據國際會計準則第34號編製及列報中期財務報告。

我們的責任是根據我們的審閱對中期財務報告作出結論,並按照雙方所協定的委聘條款,僅向閣下(作為整體)報告。除此以外,我們的報告不可用作其他用途。我們概不就本報告的內容對任何其他人士負責或承擔任何責任。

Review report to the board of directors of 匯通達網絡股份有限公司 Huitongda Network Co., Ltd.*

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

INTRODUCTION

We have reviewed the interim financial report set out on pages 42 to 92 which comprises the consolidated statement of financial position of 匯通達網絡股份有限公司 Huitongda Network Co., Ltd.* as of June 30, 2023 and the related consolidated statement of profit or loss, statement of profit or loss and other comprehensive income and statement of changes in equity and condensed consolidated cash flow statement for the six months period then ended and explanatory notes. The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited require the preparation of an interim financial report to be in compliance with the relevant provisions thereof and International Accounting Standard 34, Interim financial reporting, issued by the International Accounting Standards Board. The directors are responsible for the preparation and presentation of the interim financial report in accordance with International Accounting Standard 34.

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

* 僅供識別。

* For identification purpose only.

獨立核數師審閱報告

Independent Auditor's Review Report

審閱範圍

我們已根據香港會計師公會頒佈的香港審閱委聘準則第2410號由實體的獨立核數師執行中期財務資料審閱進行審閱。中期財務報告審閱包括主要對負責財務及會計事務的人員作出查詢，並應用分析性及其他審閱程序。審閱範圍遠小於根據香港審計準則進行審計的範圍，故無法保證我們將知悉在審計中可能發現的所有重大事項。因此我們不會發表任何審計意見。

結論

根據我們的審閱工作，我們並沒有注意到任何事項，使我們相信於2023年6月30日的中期財務報告在所有重大方面沒有按照國際會計準則第34號中期財務報告的規定編製。

畢馬威會計師事務所
執業會計師

香港中環
遮打道10號
太子大廈8樓

2023年8月28日

SCOPE OF REVIEW

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

CONCLUSION

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

KPMG
Certified Public Accountants

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

August 28, 2023

截至2023年6月30日止六個月的綜合損益表（未經審計）

Consolidated statement of profit or loss for the six months ended June 30, 2023 (unaudited)

(以人民幣列示)
(Expressed in Renminbi)

		截至6月30日止六個月		
		Six months ended June 30,		
		2023年	2022年	
		2023	2022	
		人民幣千元	人民幣千元	
		RMB'000	RMB'000	
			(經重列)	
			(restated)	
			(附註4)	
			(Note 4)	
收入	Revenue	5	43,376,803	40,685,881
收入成本	Cost of revenue		(42,083,264)	(39,487,591)
毛利	Gross profit		1,293,539	1,198,290
其他收入	Other revenue	6(a)	29,928	21,629
其他收益淨額	Other net gain	6(b)	68,412	124,249
研發成本	Research and development costs		(45,850)	(63,450)
銷售及營銷開支	Selling and marketing expenses		(622,493)	(629,056)
行政及其他經營開支	Administrative and other operating expenses		(172,428)	(200,015)
貿易及其他應收款項減值虧損	Impairment loss on trade and other receivables	7(b)	(118,211)	(84,650)
經營利潤	Profit from operations		432,897	366,997
財務收入	Finance income	7(a)	129,960	107,819
財務成本	Finance costs	7(a)	(120,940)	(193,296)
財務收入／(成本)淨額	Net finance income/(costs)		9,020	(85,477)
應佔聯營公司虧損	Share of losses of associates		(95)	(211)
除稅前盈利	Profit before taxation	7	441,822	281,309
所得稅	Income tax	8	(58,865)	(52,647)
期內盈利	Profit for the period		382,957	228,662
以下人士應佔：	Attributable to:			
本公司權益股東	Equity shareholders of the Company		245,128	112,428
非控股權益	Non-controlling interests		137,829	116,234
期內盈利	Profit for the period		382,957	228,662
每股盈利	Earnings per share	9		
基本及攤薄（人民幣）	Basic and diluted (RMB)		0.44	0.26

第52至92頁的附註構成本中期財務報告的一部分。

The notes on pages 52 to 92 form part of this interim financial report.

截至2023年6月30日止六個月的綜合損益及其他全面收益表(未經審計)

Consolidated statement of profit or loss and other comprehensive income for the six months ended June 30, 2023 (unaudited)

(以人民幣列示)
(Expressed in Renminbi)

		截至6月30日止六個月	
		Six months ended June 30,	
		2023年	2022年
		2023	2022
		人民幣千元	人民幣千元
		RMB'000	RMB'000
			(經重列)
			(restated)
			(附註4)
			(Note 4)
期內盈利	Profit for the period	382,957	228,662
期內其他全面收益額 (稅項調整後)	Other comprehensive income for the period (after tax adjustments)		
其後可能重新分類至損益 的項目：	<i>Item that may be reclassified subsequently to profit or loss:</i>		
換算功能貨幣並非人民幣 的附屬公司財務報表的 匯兌差額	Exchange difference on translation of financial statements of a subsidiary with functional currency other than Renminbi	(9)	—
期內其他全面收益額	Other comprehensive income for the period	(9)	—
期內全面收益總額	Total comprehensive income for the period	382,948	228,662
以下人士應佔：	Attributable to:		
本公司權益股東	Equity shareholders of the Company	245,119	112,428
非控股權益	Non-controlling interests	137,829	116,234
期內全面收益總額	Total comprehensive income for the period	382,948	228,662

第52至92頁的附註構成本中期財務報告的一部分。

The notes on pages 52 to 92 form part of this interim financial report.

於2023年6月30日的綜合財務狀況表(未經審計)

Consolidated statement of financial position at June 30, 2023 (unaudited)

(以人民幣列示)
(Expressed in Renminbi)

			於2023年 6月30日 At June 30, 2023	於2022年 12月31日 At December 31, 2022
		附註 Note	人民幣千元 RMB'000	人民幣千元 RMB'000 (經重列) (restated) (附註4) (Note 4)
非流動資產	Non-current assets			
物業、廠房及設備	Property, plant and equipment	10(a)	89,030	77,077
使用權資產	Right-of-use assets	10(b)	93,278	106,875
投資物業	Investment property		20,484	15,881
於聯營公司之權益	Interests in associates		12,565	9,660
以公允價值計量且其變動計入 其他全面收益的金融資產	Financial assets at fair value through other comprehensive income		2,000	2,000
以公允價值計量且其變動計入 當期損益的金融資產	Financial assets at fair value through profit or loss	11	757,628	547,987
抵押存款	Pledged deposits	15(c)	280,000	820,000
定期存款	Time deposits	15(d)	20,000	320,000
遞延稅項資產	Deferred tax assets		94,341	96,199
			1,369,326	1,995,679
流動資產	Current assets			
以公允價值計量且其變動 計入當期損益的金融資產	Financial assets at fair value through profit or loss	11	3,061,190	2,329,220
存貨	Inventories	12	2,705,164	2,553,074
貿易應收款項及應收票據	Trade and bills receivables	13	3,550,884	3,206,462
預付款項、按金及其他 應收款項	Prepayments, deposits and other receivables	14	9,441,139	9,037,748
限制存款	Restricted deposits	15(b)	2,665	5,255
抵押存款	Pledged deposits	15(c)	4,838,270	4,329,686
定期存款	Time deposits	15(d)	1,930,709	1,845,981
現金及現金等價物	Cash and cash equivalents	15(a)	4,672,778	4,082,240
可收回稅項	Taxation recoverable		1,181	3,396
			30,203,980	27,393,062

第52至92頁的附註構成本中期財務報告的一部分。

The notes on pages 52 to 92 form part of this interim financial report.

於2023年6月30日的綜合財務狀況表(未經審計)

Consolidated statement of financial position at June 30, 2023 (unaudited)

(以人民幣列示)
(Expressed in Renminbi)

			於2023年 6月30日 At June 30, 2023 人民幣千元 RMB' 000	於2022年 12月31日 At December 31, 2022 人民幣千元 RMB' 000 (經重列) (附註4) (Note 4)
	附註 Note			
流動負債		Current liabilities		
銀行貸款及其他借款	16	Bank loans and other borrowings	1,652,924	698,783
來自附屬公司非控股股東 的貸款		Loans from non-controlling shareholders of subsidiaries	20,215	16,207
租賃負債		Lease liabilities	46,679	43,726
以公允價值計量且其變動 計入當期損益的金融負債		Financial liabilities at fair value through profit or loss	110,159	89,381
貿易應付款項及應付票據	17	Trade and bills payables	16,033,838	15,071,382
其他應付款項及應計費用		Other payables and accruals	1,386,196	903,954
合約負債	18	Contract liabilities	2,756,572	2,821,954
應付稅項		Taxation payable	65,594	58,261
			22,072,177	19,703,648
流動資產淨額		Net current assets	8,131,803	7,689,414
總資產減流動負債		Total assets less current liabilities	9,501,129	9,685,093
非流動負債		Non-current liabilities		
租賃負債		Lease liabilities	45,769	57,923
遞延收入		Deferred income	17,000	17,000
			62,769	74,923
資產淨額		NET ASSETS	9,438,360	9,610,170

第52至92頁的附註構成本中期財務報告的一部分。

The notes on pages 52 to 92 form part of this interim financial report.

於2023年6月30日的綜合財務狀況表（未經審計）

Consolidated statement of financial position at June 30, 2023 (unaudited)

(以人民幣列示)
(Expressed in Renminbi)

			於2023年 6月30日 At June 30, 2023	於2022年 12月31日 At December 31, 2022
		附註 Note	人民幣千元 RMB'000	人民幣千元 RMB'000 (經重列) (附註4) (Note 4)
資本及儲備	CAPITAL AND RESERVES			
股本	Share capital		562,570	562,570
庫存股	Treasury shares	19	(11,593)	–
儲備	Reserves	19	7,224,177	7,538,716
本公司權益股東應佔 權益總額	Total equity attributable to equity shareholders of the Company		7,775,154	8,101,286
非控股權益	Non-controlling interests		1,663,206	1,508,884
權益總額	TOTAL EQUITY		9,438,360	9,610,170

第52至92頁的附註構成本中期財務報告的一部分。

The notes on pages 52 to 92 form part of this interim financial report.

截至2023年6月30日止六個月的綜合權益變動表(未經審計)

Consolidated statement of changes in equity for the six months ended June 30, 2023 (unaudited)

(以人民幣列示)
(Expressed in Renminbi)

	附註 Note	本公司權益股東應佔 Attributable to equity shareholders of the Company					權益/(虧損) Total		
		股本	資本儲備	中國法定 儲備	累計虧損	總計	非控股權益	總額	
		Share capital	Capital reserve	PRC statutory reserve	Accumulated losses	Total	Non- controlling interests	Total equity/ (deficit)	
		人民幣千元 RMB'000	人民幣千元 RMB'000	人民幣千元 RMB'000	人民幣千元 RMB'000	人民幣千元 RMB'000	人民幣千元 RMB'000	人民幣千元 RMB'000	
於2022年1月1日的結餘	Balance at January 1, 2022	508,658	(2,101,931)	-	(1,482,185)	(3,075,458)	1,358,012	(1,717,446)	
共同控制下的業務合併	Business combination under common control	4	-	48,430	8,716	59,877	117,023	84,781	201,804
於2022年1月1日的結餘(經重列)	Balance at January 1, 2022 (restated)	508,658	(2,053,501)	8,716	(1,422,308)	(2,958,435)	1,442,793	(1,515,642)	
截至2022年6月30日止六個月的 權益變動:	Changes in equity for the six months ended June 30, 2022:								
期內全面收益總額	Total comprehensive income for the period	-	-	-	112,428	112,428	116,234	228,662	
通過首次公開發售發行普通股，發行成本淨額	Issue of ordinary shares by initial public offering, net of issuance costs	53,912	1,770,231	-	-	1,824,143	-	1,824,143	
非控股權益注資	Capital contribution from non-controlling interests	-	-	-	-	-	24,825	24,825	
將可贖回注資重新分類為權益	Reclassification of redeemable capital contributions as equity	-	9,119,275	-	-	9,119,275	-	9,119,275	
收購非控股權益	Acquisition of non-controlling interests	-	(129,340)	-	-	(129,340)	(19,246)	(148,586)	
出售附屬公司權益	Disposal of interests in subsidiaries	-	-	-	-	-	(54,519)	(54,519)	
向附屬公司非控股股東分派股息	Appropriation of dividends to non-controlling shareholders of subsidiaries	-	-	-	-	-	(6,970)	(6,970)	
出售附屬公司權益而不喪失控制權	Disposal of interests in a subsidiary without loss of control	-	10,151	-	-	10,151	271	10,422	
於2022年6月30日的結餘(經重列)	Balance at June 30, 2022 (restated)	562,570	8,716,816	8,716	(1,309,880)	7,978,222	1,503,388	9,481,610	

第52至92頁的附註構成本中期財務報告的一部分。

The notes on pages 52 to 92 form part of this interim financial report.

截至2023年6月30日止六個月的綜合權益變動表（未經審計）

Consolidated statement of changes in equity for the six months ended June 30, 2023 (unaudited)

(以人民幣列示)
(Expressed in Renminbi)

附註	本公司權益股東應佔							非控股權益	權益總額
	Attributable to equity shareholders of the Company								
	股本	資本儲備	中國法定		總計	非控股權益	權益總額		
			儲備	累計虧損					
Share capital	Capital reserve	PRC statutory reserve	Accumulated losses	Total	Non-controlling interests	Total equity			
人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元		
RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000		
於2022年6月30日及2022年7月1日的結餘（經重列）	Balance at June 30, 2022 and July 1, 2022 (restated)	562,570	8,716,816	8,716	(1,309,880)	7,978,222	1,503,388	9,481,610	
截至2022年12月31日止六個月的權益變動：		Changes in equity for the six months ended							
		December 31, 2022:							
期內全面收益總額	Total comprehensive income for the period	-	-	-	203,950	203,950	125,207	329,157	
分派儲備	Appropriation of reserve	-	-	9,568	(9,568)	-	-	-	
非控股權益注資	Capital contribution from non-controlling interests	-	-	-	-	-	10,168	10,168	
收購非控股權益	Acquisition of non-controlling interests	-	(74,490)	-	-	(74,490)	(12,608)	(87,098)	
出售附屬公司權益	Disposal of interests in subsidiaries	-	-	-	-	-	(93,729)	(93,729)	
向附屬公司非控股股東分派股息	Appropriation of dividends to non-controlling shareholders of subsidiaries	-	-	-	-	-	(23,041)	(23,041)	
以股份為基礎的股權結算交易	Equity settled share-based transactions	19(b)	(6,396)	-	-	(6,396)	(271)	(6,667)	
收購附屬公司權益	Acquisition of interests in subsidiaries	-	-	-	-	-	(230)	(230)	
於2022年12月31日的結餘（經重列）	Balance at December 31, 2022 (restated)	562,570	8,635,930	18,284	(1,115,498)	8,101,286	1,508,884	9,610,170	

第52至92頁的附註構成本中期財務報告的一部分。

The notes on pages 52 to 92 form part of this interim financial report.

截至2023年6月30日止六個月的綜合權益變動表(未經審計)

Consolidated statement of changes in equity for the six months ended June 30, 2023 (unaudited)

(以人民幣列示)
(Expressed in Renminbi)

		本公司權益股東應佔								
		Attributable to equity shareholders of the Company								
附註	Note	股本	庫存股	資本儲備	中國法定 儲備	匯兌儲備	累計虧損	總計	非控股權益	權益總額
		Share capital	Treasury shares	Capital reserve	PRC statutory reserve	Exchange reserve	Accumulated losses	Total	Non- controlling interest	Total equity
		人民幣千元 RMB' 000	人民幣千元 RMB' 000	人民幣千元 RMB' 000	人民幣千元 RMB' 000	人民幣千元 RMB' 000	人民幣千元 RMB' 000	人民幣千元 RMB' 000	人民幣千元 RMB' 000	人民幣千元 RMB' 000
於2023年1月1日的結餘(經重列)	Balance at January 1, 2023 (restated)	562,570	-	8,635,930	18,284	-	(1,115,498)	8,101,286	1,508,884	9,610,170
截至2023年6月30日止六個月 的權益變動：	Changes in equity for the six months ended June 30, 2023:									
年度利潤	Profit for the year	-	-	-	-	-	245,128	245,128	137,829	382,957
其他全面收益	Other comprehensive income	-	-	-	-	(9)	-	(9)	-	(9)
全面收益總額	Total comprehensive income	-	-	-	-	(9)	245,128	245,119	137,829	382,948
共同控制下的業務合併	Business combination under common control	4	-	(476,014)	-	-	-	(476,014)	-	(476,014)
收購一家附屬公司之權益	Acquisition of interest in a subsidiary	-	-	-	-	-	-	-	2,000	2,000
購買自身股份	Purchase of own shares	19(c)	(11,593)	-	-	-	-	(11,593)	-	(11,593)
非控股權益注資	Capital contribution from non-controlling interests	-	-	-	-	-	-	-	48,712	48,712
收購非控股權益	Acquisition of non-controlling interests	-	-	(104,090)	-	-	-	(104,090)	(22,061)	(126,151)
出售附屬公司權益	Disposal of interests in subsidiaries	-	-	-	-	-	-	-	(10,736)	(10,736)
向附屬公司非控股股東分派股息	Appropriation of dividends to non- controlling shareholders of subsidiaries	-	-	-	-	-	-	-	(6,679)	(6,679)
非控股權益豁免的負債	Liabilities waived by non-controlling interests	-	-	8,211	-	-	-	8,211	5,474	13,685
以股份為基礎的股權結算交易	Equity settled share-based transactions	19(b)	-	9,933	-	-	-	9,933	-	9,933
根據僱員股份購買計劃歸屬股權	Vesting of equity interests under Employee Share Purchase Plan	19(b)	-	2,302	-	-	-	2,302	(217)	2,085
於2023年6月30日的結餘	Balance at June 30, 2023	562,570	(11,593)	8,076,272	18,284	(9)	(870,370)	7,775,154	1,663,206	9,438,360

第52至92頁的附註構成本中期財務報告的一部分。

The notes on pages 52 to 92 form part of this interim financial report.

截至2023年6月30日止六個月的簡明綜合現金流量表(未經審計)

Condensed consolidated cash flow statement for the six months ended June 30, 2023 (unaudited)

(以人民幣列示)
(Expressed in Renminbi)

		截至6月30日止六個月	
		Six months ended June 30,	
		2023年	2022年
		2023	2022
		人民幣千元	人民幣千元
		RMB'000	RMB'000
			(經重列)
			(restated)
			(附註4)
			(Note 4)
	附註 Note		
經營活動	Operating activities		
經營所得現金	Cash generated from operations	647,212	971,496
已付稅款	Tax paid	(47,615)	(66,610)
經營活動所得現金淨額	Net cash generated from operating activities	599,597	904,886
投資活動	Investing activities		
購買以公允價值計量且其變動計入當期損益的金融資產的付款	Payment for purchases of financial assets measured at fair value through profit or loss	(3,711,800)	(6,312,800)
出售以公允價值計量且其變動計入當期損益的金融資產所得款項	Proceeds from disposal of financial assets measured at fair value through profit or loss	2,852,265	5,481,128
定期存款減少/(增加)	Decrease/(increase) in time deposits	249,859	(846,943)
投資活動所得其他現金流量	Other cash flows generated from investing activities	158,949	73,439
投資活動所用現金淨額	Net cash used in investing activities	(450,727)	(1,605,176)
融資活動	Financing activities		
新增銀行貸款及其他借款所得款項	Proceeds from new bank loans and other borrowings	3,225,226	1,798,748
償還銀行貸款及其他借款已付利息	Repayment of bank loans and other borrowings Interest paid	(2,276,575)	(747,796)
來自附屬公司非控股股東之新增貸款所得款項	Proceeds from new loans from non-controlling shareholders of subsidiaries	30,481	109,768
償還附屬公司非控股股東貸款	Repayment of loans from non-controlling shareholders of subsidiaries	(26,350)	(79,353)
銀行融資的抵押存款增加	Increase in pledged deposits for banking facilities	(300,000)	(445,000)
非控股權益注資	Capital contributions from non-controlling interests	48,712	24,825
收購非控股權益之付款	Payment for acquisition of non-controlling interests	(126,414)	(129,889)
收購共同控制下附屬公司權益的收款淨額	Net receipts from acquisition of interests in subsidiaries under common control	28,286	–
購買自身股份之付款	Payment for purchase of own shares	(11,593)	–
根據首次公開發售發行普通股所得款項·扣除發行成本	Proceeds from issue of ordinary shares by initial public offering, net of issuance costs	–	1,824,143
融資活動所用的其他現金流量	Other cash flows used in financing activities	(32,202)	(33,011)
融資活動所得現金淨額	Net cash generated from financing activities	441,368	2,226,839

第52至92頁的附註構成本中期財務報告的一部分。

The notes on pages 52 to 92 form part of this interim financial report.

截至2023年6月30日止六個月的簡明綜合現金流量表(未經審計)

Condensed consolidated cash flow statement for the six months ended June 30, 2023 (unaudited)

(以人民幣列示)
(Expressed in Renminbi)

		截至6月30日止六個月 Six months ended June 30,	
		2023年 2023 人民幣千元 RMB'000	2022年 2022 人民幣千元 RMB'000 (經重列) (restated) (附註4) (Note 4)
	附註 Note		
現金及現金等價物增加淨額	Net increase in cash and cash equivalents	590,238	1,526,549
期初現金及現金等價物	Cash and cash equivalents at the beginning of the period	4,082,240	3,024,477
	15(a)		
匯率變動影響	Effect of foreign exchange rate changes	300	8,713
期末現金及現金等價物	Cash and cash equivalents at the end of the period	4,672,778	4,559,739
	15(a)		

第52至92頁的附註構成本中期財務報告的一部分。

The notes on pages 52 to 92 form part of this interim financial report.

未經審計中期財務報告附註

NOTES TO THE UNAUDITED INTERIM FINANCIAL REPORT

(除另有指明外，以人民幣呈列)
(Expressed in Renminbi unless otherwise indicated)

1 基本資料

匯通達網絡股份有限公司(「本公司」)於2010年12月6日在中華人民共和國(「中國」)成立為有限責任公司。經本公司於2015年11月16日舉行的董事會會議批准，本公司由有限責任公司改制為股份有限公司。本公司的H股於2022年2月18日在香港聯合交易所有限公司主板上市。

本公司及其附屬公司(統稱「本集團」)主要於中國下沉市場及鄉鎮地區銷售全品類商品，並提供智能商業及營銷訂閱服務、提供商家解決方案及提供其他各種相關服務。

2 編製基準

中期財務報告已根據香港聯合交易所有限公司證券上市規則適用的有關披露規定編製，包括須遵守國際會計準則理事會(「國際會計準則理事會」)頒佈的國際會計準則(「國際會計準則」)第34號中期財務報告。本報告於2023年8月28日批准報出。

中期財務報告乃根據於2022年年度財務報表所採納的相同會計政策而編製，惟預期將於2023年年度財務報表反映的會計政策變動除外。任何會計政策變動詳情載於附註3。

管理層於編製符合國際會計準則第34號的中期財務報告時，須按年初至今基準作出對所應用政策及所呈報資產和負債、收入和開支金額造成影響的判斷、估計及假設。實際結果可能與該等估計有所不同。

1 GENERAL INFORMATION

匯通達網絡股份有限公司 Huitongda Network Co., Ltd. (the “Company”) was established in the People’s Republic of China (the “PRC”) on December 6, 2010 as a limited liability company. Upon approval by the Company’s board meeting held on November 16, 2015, the Company was converted from a limited liability company into a joint stock limited liability company. The Company’s H shares were listed on the Main Board of the Stock Exchange of Hong Kong Limited on February 18, 2022.

The Company and its subsidiaries (together, the “Group”) are principally engaged in sales of a comprehensive suite of merchandise in lower tier cities and rural areas in the PRC and provision of intelligent business and marketing subscription service, offering merchant solutions and rendering other various related services.

2 BASIS OF PREPARATION

The 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 International Accounting Standard (“IAS”) 34, *Interim financial reporting*, issued by the International Accounting Standards Board (“IASB”). It was authorized for issue on August 28, 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 statement. Details of any changes in accounting policies are set out in Note 3.

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

未經審計中期財務報告附註

Notes to the Unaudited Interim Financial Report

(除另有指明外，以人民幣呈列)
(Expressed in Renminbi unless otherwise indicated)

2 編製基準 (續)

本中期財務報告包含簡明綜合財務報表及所選取的說明性附註。附註闡述了自2022年年度財務報表刊發以來，對了解本集團的財務狀況和表現變動而言屬重要的事件和交易。簡明綜合中期財務報表及其附註並不包括根據國際財務報告準則(「國際財務報告準則」)編製完整財務報表所需一切資料。

本中期財務報告未經審核，惟已由畢馬威會計師事務所按照香港會計師公會(「香港會計師公會」)頒佈的香港審閱委聘準則第2410號由實體的獨立核數師執行中期財務資料審閱進行審閱。畢馬威會計師事務所致董事會的獨立審閱報告載於第40至41頁。

除附註4所載共同控制下業務合併的影響外，中期財務報表所載有關截至2022年12月31日止財政年度的財務資料(作為比較資料)並不構成本公司於該財政年度的年度綜合財務報表，惟摘錄自該等財務報表。本公司核數師已就該等財務報表作出報告。該核數師報告並無保留意見，且並無載有核數師於出具無保留意見之情況下，提請注意任何引述之強調事項。

2 BASIS OF PREPARATION (CONTINUED)

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

The interim financial report is unaudited, but has been reviewed by KPMG in accordance with Hong Kong Standard on Review Engagements 2410, *Review of interim financial information performed by the independent auditor of the entity*, issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”). KPMG’s independent review report to the Board of Directors is included on pages 40 to 41.

Saved as the effect of business combination under common control set out in Note 4, the financial information relating to the financial year ended December 31, 2022 that is included in the interim financial report as comparative information does not constitute the Company’s annual consolidated financial statements for that financial year but is derived from those financial statements. The company’s auditor has reported on those financial statements. The auditor’s report was unqualified and did not include a reference to any matters to which the auditor drew attention by way of emphasis without qualifying its report.

未經審計中期財務報告附註

Notes to the Unaudited Interim Financial Report

(除另有指明外，以人民幣呈列)
(Expressed in Renminbi unless otherwise indicated)

3 會計政策變動

本集團已於本會計期間的本中期財務報告應用以下由國際會計準則理事會頒佈的新訂及經修訂國際財務報告準則：

- 國際會計準則第17號，*保險合約*
- 國際會計準則第8號(修訂本)，*會計政策、會計估計變動及錯誤：會計估計的定義*
- 國際會計準則第12號(修訂本)，*所得稅：與單一交易產生的資產及負債有關的遞延稅項*
- 國際會計準則第12號(修訂本)，*所得稅：國際稅務改革 – 第二支柱模型規則*

於2023年7月，香港會計師公會頒佈「廢除香港強積金 – 倫敦退休金計劃抵銷機制的會計影響」，為有關抵銷機制及廢除機制的會計考慮提供指引。

除下文所述採納新訂及經修訂國際財務報告準則的影響外，該等發展對本集團於本中期財務報告中編製或呈列本集團於本期間或過往期間的業績及財務狀況的方式並無重大影響。本集團並無應用於本會計期間尚未生效的任何新訂準則或詮釋。

國際會計準則第12號(修訂本)，*所得稅：與單一交易產生的資產及負債有關的遞延稅項*

該等修訂縮小了初始確認豁免的範圍，使其不適用於在初始確認時產生相等和抵銷暫時差額的交易，例如租賃和退役負債。就租賃及退役負債而言，相關遞延稅項資產及負債須自所呈列的最早比較期間開始時確認，而任何累計影響確認為對該日的保留盈利或權益的其他組成部分的調整。就所有其他交易而言，該等修訂適用於所呈列最早期間開始後發生的交易。

3 CHANGES IN ACCOUNTING POLICIES

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

- IAS 17, *Insurance contracts*
- Amendments to IAS 8, *Accounting policies, changes in accounting estimates and errors: Definition of accounting estimates*
- Amendments to IAS 12, *Income taxes: Deferred tax related to assets and liabilities arising from a single transaction*
- Amendments to IAS 12, *Income taxes: International tax reform – Pillar Two model rules*

In July 2023, the HKICPA published “Accounting implications of the abolition of the MPF-LSP offsetting mechanism in Hong Kong” that provides guidance on the accounting considerations relating to the offsetting mechanism and the abolition of the mechanism.

Apart from the impacts of the adoption of the new and amended IFRSs discussed below, 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.

Amendments to IAS 12, *Income taxes: Deferred tax related to assets and liabilities arising from a single transaction*

The amendments narrow the scope of the initial recognition exemption such that it does not apply to transactions that give rise to equal and offsetting temporary differences on initial recognition such as leases and decommissioning liabilities. For leases and decommissioning liabilities, the associated deferred tax assets and liabilities are required to be recognized from the beginning of the earliest comparative period presented, with any cumulative effect recognized as an adjustment to retained earnings or other components of equity at that date. For all other transactions, the amendments are applied to those transactions that occur after the beginning of the earliest period presented.

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3 會計政策變動(續)

國際會計準則第12號(修訂本)·*所得稅：與單一交易產生的資產及負債有關的遞延稅項*(續)

於修訂前，本集團並無對租賃交易應用初始確認豁免，並已確認相關遞延稅項，惟本集團先前按淨額基準釐定使用權資產及相關租賃負債產生的暫時差額，基準為其產生自單一交易。於修訂後，本集團已分別釐定有關使用權資產及租賃負債的暫時差額。該變動主要影響年度財務報表內遞延稅項資產及負債組成部分的披露，但由於相關遞延稅項結餘根據國際會計準則第12號符合資格抵銷，故不會影響綜合財務狀況表呈列的整體遞延稅項結餘。

4 共同控制下的業務合併

於2023年3月21日，本集團有條件同意向好享家舒適智能家居股份有限公司收購南京好享家工程科技有限公司(一家於中國成立的投資控股公司，擁有多家主要於中國從事家用電器銷售的附屬公司)的全部股權，代價為人民幣504,299,500元。收購事項已於2023年5月5日完成。

收購完成後，南京好享家工程科技有限公司及其附屬公司(統稱「**南京好享家工程集團**」)成為本集團的附屬公司。由於南京好享家工程集團及本集團於業務合併前後均由汪建國先生最終控制，因此南京好享家工程集團的擁有權及業務的經濟實質並無變動。收購南京好享家工程集團被視為涉及共同控制實體的業務合併。

3 CHANGES IN ACCOUNTING POLICIES (CONTINUED)

Amendments to IAS 12, *Income taxes: Deferred tax related to assets and liabilities arising from a single transaction* (continued)

Prior to the amendments, the Group did not apply the initial recognition exemption to lease transactions and had recognized the related deferred tax, except that the Group previously determined the temporary difference arising from a right-of-use asset and the related lease liability on a net basis on the basis they arise from a single transaction. Following the amendments, the Group has determined the temporary differences in relation to right-of-use assets and lease liabilities separately. The change primarily impacts disclosures of components of deferred tax assets and liabilities in the annual financial statements, but does not impact the overall deferred tax balances presented in the consolidated statement of financial position as the related deferred tax balances qualify for offsetting under IAS 12.

4 BUSINESS COMBINATION UNDER COMMON CONTROL

On March 21, 2023, the Group conditionally agreed to acquire the entire equity interest of Nanjing Hosjoy Engineering Technology Co., Ltd., which is an investment holding company established in the PRC and has a number of subsidiaries principally engaged in sales of household appliances in the PRC, from Hosjoy Comfortable Smart Home Co., Ltd. at a consideration of RMB504,299,500. The acquisition was completed on May 5, 2023.

Upon completion of the acquisition, Nanjing Hosjoy Engineering Technology Co., Ltd. and its subsidiaries (together, "**Nanjing Hosjoy Engineering Group**") became subsidiaries of the Group. As Nanjing Hosjoy Engineering Group and the Group was ultimately controlled by Mr. Wang Jianguo before and after the business combination and therefore there were no changes in the economic substance of the ownership and the business of Nanjing Hosjoy Engineering Group. The acquisition of Nanjing Hosjoy Engineering Group was considered as a business combination involving entities under common control.

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4 共同控制下的業務合併(續)

本集團先前呈報的截至2022年6月30日止六個月的財務經營業績已重列，以包括合併實體的經營業績，載列如下：

4 BUSINESS COMBINATION UNDER COMMON CONTROL (CONTINUED)

The financial results previously reported by the Group for the six months ended June 30, 2022 have been restated to include the operating results of the combining entities, as set out below:

		本集團	南京好享家 工程集團 Nanjing Hosjoy Engineering Group	本集團
		The Group	The Group	The Group
		人民幣千元	人民幣千元	人民幣千元
		RMB' 000	RMB' 000	RMB' 000
				(經重列)
				(restated)
收入	Revenue	39,894,712	791,169	40,685,881
收入成本	Cost of revenue	(38,744,425)	(743,166)	(39,487,591)
毛利	Gross profit	1,150,287	48,003	1,198,290
其他收入	Other revenue	21,277	352	21,629
其他收益淨額	Other net gain	124,248	1	124,249
研發成本	Research and development costs	(63,450)	-	(63,450)
銷售及營銷開支	Selling and marketing expenses	(619,053)	(10,003)	(629,056)
行政及其他經營開支	Administrative and other operating expenses	(194,087)	(5,928)	(200,015)
貿易及其他應收款項減值虧損	Impairment loss on trade and other receivables	(83,265)	(1,385)	(84,650)
經營利潤	Profit from operations	335,957	31,040	366,997
財務收入	Finance income	107,629	190	107,819
財務成本	Finance costs	(192,775)	(521)	(193,296)
財務成本淨額	Net finance costs	(85,146)	(331)	(85,477)
應佔聯營公司虧損	Share of losses of associates	(211)	-	(211)
除稅前利潤	Profit before taxation	250,600	30,709	281,309
所得稅	Income tax	(50,935)	(1,712)	(52,647)
期內盈利	Profit for the period	199,665	28,997	228,662
以下人士應佔：	Attributable to:			
本公司權益股東	Equity shareholders of the Company	95,043	17,385	112,428
非控股權益	Non-controlling interests	104,622	11,612	116,234
期內盈利	Profit for the period	199,665	28,997	228,662

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4 共同控制下的業務合併(續)

4 BUSINESS COMBINATION UNDER COMMON CONTROL (CONTINUED)

		本集團	南京好享家 工程集團 Nanjing Hosjoy Engineering Group	本集團
		The Group 人民幣千元 RMB' 000	Group 人民幣千元 RMB' 000	The Group 人民幣千元 RMB' 000 (經重列) (restated)
期內盈利	Profit for the period	199,665	28,997	228,662
期內其他全面收益 (稅項調整後)	Other comprehensive income for the period (after tax adjustments)	-	-	-
期內全面收益總額	Total comprehensive income for the period	199,665	28,997	228,662
以下人士應佔：	Attributable to:			
本公司權益股東	Equity shareholders of the Company	95,043	17,385	112,428
非控股權益	Non-controlling interests	104,622	11,612	116,234
期內全面收益總額	Total comprehensive income for the period	199,665	28,997	228,662

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4 共同控制下的業務合併(續)

本集團先前呈報於2022年12月31日的財務狀況已經重列，以包括合併實體的資產及負債，載列如下：

4 BUSINESS COMBINATION UNDER COMMON CONTROL (CONTINUED)

The financial position previously reported by the Group as at December 31, 2022 has been restated to include the assets and liabilities of the combining entities, as set out below:

	本集團	南京好享家 工程集團	集團內部對銷	本集團	
	The Group	Nanjing Hosjoy Engineering Group	Intra- group eliminations	The Group	
	人民幣千元	人民幣千元	人民幣千元	人民幣千元	
	RMB' 000	RMB' 000	RMB' 000	RMB' 000	
				(經重列) (restated)	
非流動資產	Non-current assets				
物業、廠房及設備	Property, plant and equipment	76,685	392	–	77,077
使用權資產	Right-of-use assets	103,657	3,218	–	106,875
投資物業	Investment property	15,881	–	–	15,881
於聯營公司之權益	Interests in associates	9,660	–	–	9,660
以公允價值計量且其變動計入其他全面收益的金融資產	Financial assets at fair value through other comprehensive income	2,000	–	–	2,000
以公允價值計量且其變動計入當期損益的金融資產	Financial assets at fair value through profit or loss	547,987	–	–	547,987
抵押存款	Pledged deposits	820,000	–	–	820,000
定期存款	Time deposits	320,000	–	–	320,000
遞延稅項資產	Deferred tax assets	95,331	868	–	96,199
		1,991,201	4,478	–	1,995,679
流動資產	Current assets				
以公允價值計量且其變動計入當期損益的金融資產	Financial assets at fair value through profit or loss	2,329,220	–	–	2,329,220
存貨	Inventories	2,443,800	109,274	–	2,553,074
貿易應收款項及應收票據	Trade and bills receivables	3,127,285	79,177	–	3,206,462
預付款項、按金及其他應收款項	Prepayments, deposits and other receivables	8,661,049	376,699	–	9,037,748
限制存款	Restricted deposits	5,155	100	–	5,255
抵押存款	Pledged deposits	4,329,686	–	–	4,329,686
定期存款	Time deposits	1,845,981	–	–	1,845,981
現金及現金等價物	Cash and cash equivalents	4,038,408	43,832	–	4,082,240
可收回稅項	Taxation recoverable	3,396	–	–	3,396
		26,783,980	609,082	–	27,393,062

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4 共同控制下的業務合併(續)

4 BUSINESS COMBINATION UNDER COMMON CONTROL (CONTINUED)

		本集團	南京好享家 工程集團	集團內部對銷	本集團
		The Group	Nanjing Hosjoy Engineering Group	Intra- group eliminations	The Group
		人民幣千元	人民幣千元	人民幣千元	人民幣千元
		RMB' 000	RMB' 000	RMB' 000	RMB' 000
					(經重列) (restated)
流動負債	Current liabilities				
銀行貸款及其他借款	Bank loans and other borrowings	698,783	–	–	698,783
來自附屬公司非控股股東 的貸款	Loans from non-controlling shareholders of subsidiaries	8,064	8,143	–	16,207
租賃負債	Lease liabilities	42,621	1,105	–	43,726
以公允價值計量且其變動計入 當期損益的金融負債	Financial liabilities at fair value through profit or loss	89,381	–	–	89,381
貿易應付款項及應付票據	Trade and bills payables	14,938,783	132,599	–	15,071,382
其他應付款項及應計費用	Other payables and accruals	781,480	122,474	–	903,954
合約負債	Contract liabilities	2,725,225	96,729	–	2,821,954
應付稅項	Taxation payable	57,461	800	–	58,261
		19,341,798	361,850	–	19,703,648
流動資產淨額	Net current assets	7,442,182	247,232	–	7,689,414
總資產減流動負債	Total assets less current liabilities	9,433,383	251,710	–	9,685,093
非流動負債	Non-current liabilities				
租賃負債	Lease liabilities	56,254	1,669	–	57,923
遞延收入	Deferred income	17,000	–	–	17,000
		73,254	1,669	–	74,923
資產淨額	NET ASSETS	9,360,129	250,041	–	9,610,170
資本及儲備	CAPITAL AND RESERVES				
股本	Share capital	562,570	1,000	(1,000)	562,570
儲備	Reserves	7,392,244	145,472	1,000	7,538,716
本公司權益股東應佔權益 總額	Total equity attributable to equity shareholders of the Company	7,954,814	146,472	–	8,101,286
非控股權益	Non-controlling interests	1,405,315	103,569	–	1,508,884
權益總額	TOTAL EQUITY	9,360,129	250,041	–	9,610,170

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4 共同控制下的業務合併(續)

本集團先前呈報於截至2022年6月30日止六個月的現金流量已經重列，以包括合併實體的現金流量，載列如下：

4 BUSINESS COMBINATION UNDER COMMON CONTROL (CONTINUED)

The cash flows previously reported by the Group for the six months ended June 30, 2022 have been restated to include the cash flows of the combining entities, as set out below:

		本集團	南京好享家 工程集團 Nanjing Hosjoy Engineering Group	本集團
		The Group	The Group	The Group
		人民幣千元	人民幣千元	人民幣千元
		RMB' 000	RMB' 000	RMB' 000
				(經重列)
				(restated)
經營活動所得／(所用) 現金淨額	Net cash generated from/(used in) operating activities	922,487	(17,601)	904,886
投資活動(所用)／ 所得現金淨額	Net cash (used in)/generated from investing activities	(1,605,370)	194	(1,605,176)
融資活動所得現金淨額	Net cash generated from financing activities	2,208,371	18,468	2,226,839
現金及現金等價物 增加淨額	Net increase in cash and cash equivalents	1,525,488	1,061	1,526,549
於2022年1月1日現金及 現金等價物	Cash and cash equivalents as at 1 January 2022	2,966,920	57,557	3,024,477
匯率變動影響	Effect of foreign exchange rate changes	8,713	—	8,713
於2022年6月30日現金及 現金等價物	Cash and cash equivalents as at 30 June 2022	4,501,121	58,618	4,559,739

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5 收入及分部呈報

(a) 收入

本集團的主要業務為於中國銷售全品類商品，並提供智能商業及營銷門店 SaaS+ 訂閱服務、提供商家解決方案及提供其他各種相關服務。

(i) 收入分解

按主要業務線劃分的客戶合約收入分解如下：

5 REVENUE AND SEGMENT REPORTING

(a) Revenue

The principal activities of the Group are sales of a comprehensive suite of merchandise in the PRC and provision of intelligent business and marketing SaaS+ subscription service, offering merchant solutions and rendering other various related services.

(i) Disaggregation of revenue

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

		截至6月30日止六個月 Six months ended June 30,	
		2023年 2023 人民幣千元 RMB'000	2022年 2022 人民幣千元 RMB'000 (經重列) (restated) (附註4) (Note 4)
國際財務報告準則第15號 範圍內來自客戶合約的收入	Revenue from contracts with customers within the scope of IFRS 15		
商品銷售所得收入	Revenue from merchandise sales	42,988,363	40,270,350
佣金收入	Commission income	1,427	1,111
門店SaaS+訂閱所得收入	Revenue from SaaS+ subscription	270,078	263,442
商家解決方案所得收入	Revenue from merchant solutions	73,084	101,005
其他服務所得收入	Revenue from other services	43,851	49,973
		43,376,803	40,685,881

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5 收入及分部呈報 (續)

(a) 收入 (續)

(i) 收入分解 (續)

按收入確認時間劃分的客戶合約收入分解載列如下：

		截至6月30日止六個月 Six months ended June 30,	
		2023年 2023 人民幣千元 RMB'000	2022年 2022 人民幣千元 RMB'000 (經重列) (restated) (附註4) (Note 4)
於某一時間點	A point in time	43,106,725	40,422,439
於一段時間內	Over time	270,078	263,442
		43,376,803	40,685,881

(b) 分部呈報

本集團按業務線劃分的分部管理其業務。本集團按照與就資源分配及表現評估向本集團最高級行政管理人員內部呈報資料一致的方式，呈列以下三個可呈報分部。並無合併經營分部以組成以下可呈報分部。

交易業務

交易業務分部主要包括直接銷售及提供撮合服務，使商戶能夠通過在線平台向交易用戶銷售其產品。交易業務收入主要包括銷售商品收入及佣金收入。

5 REVENUE AND SEGMENT REPORTING (CONTINUED)

(a) Revenue (continued)

(i) Disaggregation of revenue (continued)

Disaggregation of revenue from contracts with customers by the timing of revenue recognition is set out below:

(b) Segment reporting

The Group manages its businesses by divisions, which are organized 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 three reportable segments. No operating segments have been aggregated to form the following reportable segments.

Commerce business

The commerce business segment, which mainly includes direct sales and provision of marketplace service that enables merchants to sell their products to transacting users through the online platform. Revenue from commerce business primarily comprised revenue from merchandise sales and commission income.

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5 收入及分部呈報 (續)

(b) 分部呈報 (續)

服務業務

服務業務分部主要指提供智能商業及營銷門店SaaS+訂閱服務及系列商家解決方案。

其他

其他的收入主要來自本集團所提供的其他服務。

(i) 分部業績、資產及負債

就評估分部表現及於分部間分配資源而言，本集團高級行政管理人員按以下基準監察各可呈報分部應佔業績：

收入及成本乃參考該等分部產生的銷售額及該等分部產生的成本或該等分部應佔若干資產折舊所產生的成本分配至可呈報分部。用於可呈報分部利潤的計量為毛利。

由於本集團最高行政管理人員並無使用該等資料分配資源至經營分部或評估其表現，故並無向本集團最高行政管理人員提供獨立分部資產及分部負債資料。

5 REVENUE AND SEGMENT REPORTING (CONTINUED)

(b) Segment reporting (continued)

Service business

The service business segment, which mainly represents the provision of intelligent business and marketing SaaS+ subscription service and a collection of merchant solutions.

Others

Revenues from the others are primarily derived from other services rendered by the Group.

(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:

Revenue and cost 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 certain assets attributable to those segments. The measure used for reporting segment profit is gross profit.

There were no separate segment assets and segment liabilities information provided to the Group's most senior executive management as Group's most senior executive management does not use this information to allocate resources to or evaluate the performance of the operating segments.

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5 收入及分部呈報 (續)

(b) 分部呈報 (續)

(i) 分部業績、資產及負債 (續)

就期內本集團可呈報分部向本集團最高行政管理人員提供用於評估分部表現的資料如下。

5 REVENUE AND SEGMENT REPORTING (CONTINUED)

(b) Segment reporting (continued)

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

Information regarding the Group's reportable segments as provided to the Group's most senior executive management for the purposes of assessment of segment performance for the period is set out below.

		截至2023年6月30日止六個月 Six months ended June 30, 2023			
		交易業務 Commerce business 人民幣千元 RMB'000	服務業務 Service business 人民幣千元 RMB'000	其他 Others 人民幣千元 RMB'000	總計 Total 人民幣千元 RMB'000
可呈報分部收入	Reportable segment revenue	42,989,790	343,162	43,851	43,376,803
可呈報分部利潤	Reportable segment profit	967,732	289,527	36,280	1,293,539

		截至2022年6月30日止六個月 (經重列) Six months ended June 30, 2022 (restated)			
		交易業務 Commerce business 人民幣千元 RMB'000	服務業務 Service business 人民幣千元 RMB'000	其他 Others 人民幣千元 RMB'000	總計 Total 人民幣千元 RMB'000
可呈報分部收入	Reportable segment revenue	40,271,461	364,447	49,973	40,685,881
可呈報分部利潤	Reportable segment profit	883,374	274,676	40,240	1,198,290

截至2023年及2022年6月30日止六個月，毛利與除稅前盈利的對賬載於綜合損益表。

The reconciliation of gross profit to profit before tax for the six months ended June 30, 2023 and 2022 is shown in the consolidated statement of profit or loss.

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6 其他收入及其他收益淨額

(a) 其他收入

		截至6月30日止六個月 Six months ended June 30,	
		2023年 2023 人民幣千元 RMB' 000	2022年 2022 人民幣千元 RMB' 000 (經重列) (restated) (附註4) (Note 4)
政府補助	Government grants	29,849	20,611
其他	Others	79	1,018
		29,928	21,629

6 OTHER REVENUE AND OTHER NET GAIN

(a) Other revenue

(b) 其他收益淨額

		截至6月30日止六個月 Six months ended June 30,	
		2023年 2023 人民幣千元 RMB' 000	2022年 2022 人民幣千元 RMB' 000 (經重列) (restated) (附註4) (Note 4)
以公允價值計量且其變動計入當期 損益的金融資產的已實現及 未實現收益淨額	Net realized and unrealized gain on financial assets at fair value through profit or loss	82,076	73,799
出售附屬公司權益之虧損淨額	Net loss on disposal of interests in subsidiaries	(3,468)	(9,288)
出售物業、廠房及設備之(虧損)/ 收益淨額	Net (loss)/gain on disposal of property, plant and equipment	(96)	50
匯兌收益淨額	Net exchange gain	37,084	91,864
以公允價值計量且其變動計入當期 損益的金融負債虧損淨額	Net loss on financial liabilities at fair value through profit or loss	(50,232)	(35,194)
其他	Others	3,048	3,018
		68,412	124,249

(b) Other net gain

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7 除稅前盈利

除稅前盈利已扣除／(計入)以下各項：

(a) 財務(收入)／成本淨額

7 PROFIT BEFORE TAXATION

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

(a) Net finance (income)/costs

		截至6月30日止六個月	
		Six months ended June 30,	
		2023年	2022年
		2023	2022
		人民幣千元	人民幣千元
		RMB'000	RMB'000
			(經重列)
			(restated)
			(附註4)
			(Note 4)
銀行存款利息收入	Interest income from bank deposits	(129,960)	(107,819)
財務收入	Finance income	(129,960)	(107,819)
貼現票據及銀行貸款的利息開支	Interest expenses on discounted bills and bank loans	118,407	98,398
附屬公司非控股股東貸款的利息開支	Interest expenses on loans from non-controlling shareholders of subsidiaries	382	760
租賃負債利息開支	Interest expenses on lease liabilities	2,151	2,308
可贖回注資產產生的利息開支	Interest expenses arising from redeemable capital contributions	—	91,830
財務成本	Finance costs	120,940	193,296
財務(收入)／成本淨額	Net finance (income)/costs	(9,020)	85,477

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7 除稅前盈利(續)

(b) 其他項目

7 PROFIT BEFORE TAXATION (CONTINUED)

(b) Other items

		截至6月30日止六個月 Six months ended June 30,	
		2023年 2023 人民幣千元 RMB'000	2022年 2022 人民幣千元 RMB'000 (經重列) (restated) (附註4) (Note 4)
確認為開支的存貨成本(附註i)	Cost of inventories recognized as expenses (Note i)	41,935,226	39,284,064
折舊支出	Depreciation charge		
— 自有物業、廠房及設備	— owned property, plant and equipment	11,040	9,132
— 使用權資產	— right-of-use assets	25,687	25,003
— 投資物業	— investment property	271	66
研發成本(附註ii)	Research and development costs (Note ii)	45,850	63,450
貿易及其他應收款項信貸虧損撥備	Provision for credit loss on trade and other receivables	118,211	84,650
存貨撇減撥備	Provision for write-down of inventories	3,478	39,271
上市開支	Listing expenses	—	16,178

附註：

- (i) 確認為開支的存貨成本包括存貨撇減撥備。
- (ii) 研發成本包括與員工成本及折舊開支有關的金額，該等金額亦計入上文或附註7(b)就各類開支單獨披露的相關總額內。

Notes:

- (i) Cost of inventories recognized as expenses includes provision for write-down of inventories.
- (ii) Research and development costs include amounts relating to staff costs and depreciation expenses, which are also included in the respective total amounts disclosed separately above or in Note 7(b) for each of these types of expenses.

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8 所得稅

8 INCOME TAX

		截至6月30日止六個月	
		Six months ended June 30,	
		2023年	2022年
		2023	2022
		人民幣千元	人民幣千元
		RMB'000	RMB'000
			(經重列)
			(restated)
			(附註4)
			(Note 4)
即期稅項	Current tax		
期內撥備	Provision for the period	57,182	71,355
遞延稅項	Deferred tax		
暫時差額的產生及撥回	Origination and reversal of temporary differences	1,683	(18,708)
		58,865	52,647

中國所得稅撥備乃根據位於中國的附屬公司適用並按中國相關所得稅規則及規例釐定的各企業所得稅稅率而作出。

The provision for PRC income tax is based on the respective corporate income tax rates applicable to the subsidiaries located in the PRC as determined in accordance with the relevant income tax rules and regulations of the PRC.

9 每股盈利

9 EARNINGS PER SHARE

(a) 每股基本盈利

截至2023年及2022年6月30日止六個月的每股基本盈利乃根據截至2023年及2022年6月30日止六個月就每股基本盈利而言本公司普通權益股東應佔盈利計算，就每股基本盈利而言普通股的加權平均數計算如下：

(a) Basic earnings per share

The calculation of the basic earnings per share during the six months ended June 30, 2023 and 2022 is based on the profit attributable to ordinary equity shareholders of the Company for the purpose of basic earnings per share for the six months ended June 30, 2023 and 2022 and the weighted average number of ordinary shares for the purpose of basic earnings per share calculated as follows:

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9 每股盈利(續)

(a) 每股基本盈利(續)

就每股基本盈利而言，本公司普通權益股東應佔期內盈利

9 EARNINGS PER SHARE (CONTINUED)

(a) Basic earnings per share (continued)

Profit for the period attributable to ordinary equity shareholders of Company for the purpose of basic earnings per share

		截至6月30日止六個月 Six months ended June 30,	
		2023年 2023 人民幣千元 RMB'000	2022年 2022 人民幣千元 RMB'000 (經重列) (restated) (附註4) (Note 4)
本公司權益股東應佔期內盈利	Profit for the period attributable to equity shareholders of the Company	245,128	112,428
可贖回注資股東應佔期內虧損分配	Allocation of loss for the period attributable to equity shareholders of redeemable capital contributions	—	15,165
就每股基本盈利而言，本公司普通權益股東應佔期內盈利	Profit for the period attributable to ordinary equity shareholders of the Company for the purpose of basic earnings per share	245,128	127,593

就每股基本盈利而言，普通股的加權平均數

Weighted average number of ordinary shares for the purpose of basic earnings per share

		截至6月30日止六個月 Six months ended June 30,	
		2023年 2023	2022年 2022
於期初的已發行普通股	Issued ordinary shares at the beginning of the period	562,569,837	508,658,037
就可贖回注資發行普通股的影响	Effect of ordinary shares issued for redeemable capital contributions	—	(49,239,201)
就首次公開發行發行普通股的影响	Effect of ordinary shares issued by initial public offering	—	39,283,557
購回自身股份的影响(附註19(c))	Effect of purchase of own shares (Note 19(c))	(56,916)	—
就每股基本盈利而言於期末的普通股的加權平均數	Weighted average number of ordinary shares at the end of the period for the purpose of basic earnings per share	562,512,921	498,702,393

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9 每股盈利(續)

(a) 每股基本盈利(續)

就每股基本盈利而言普通股的加權平均數(續)

就可贖回注資發行普通股的影響指於2022年6月30日的與可贖回注資有關的本公司的普通股加權平均數，其可予贖回及自每股基本盈利計算中扣除。

(b) 每股攤薄盈利

本公司與若干獨立投資者訂立一系列投資協議，據此，該等投資者同意向本公司作出現金投資以收購本公司股權(統稱「首次公開發售前投資」)。

每股攤薄盈利乃透過調整發行在外普通股加權平均數，以假設行使歸屬於首次公開發售前投資的投資者的贖回權而計算。截至2022年6月30日止六個月，本公司將可贖回注資列賬為金融負債，其為潛在普通股。該等潛在普通股並未計入截至2022年6月30日止六個月每股攤薄盈利計算中，因為將其計入在內將具反攤薄作用。因此，截至2022年6月30日止六個月的每股攤薄盈利與相關期間的每股基本盈利金額相同。

9 EARNINGS PER SHARE (CONTINUED)

(a) Basic earnings per share (continued)

Weighted average number of ordinary shares for the purpose of basic earnings per share (continued)

Effect of ordinary shares issued for redeemable capital contributions represent the weighted average number of ordinary shares of the Company associated with the redeemable capital contributions at June 30, 2022, which are subject to redemption and excluded from the calculation of the basic earnings per share.

(b) Diluted earnings per share

The Company entered into a series of investment agreements with certain independent investors, pursuant to which, these investors agreed to make cash investments to the Company to acquire the equity interest of the Company (collectively referred as "Pre-IPO Investments").

Diluted earnings per share is calculated by adjusting the weighted average number of ordinary shares outstanding to assume exercise of redemption rights attributable to the investors of the Pre-IPO Investments. During the six months ended June 30, 2022, the Company had the redeemable capital contributions as financial liabilities which are potential ordinary shares. The potential ordinary shares were excluded from the calculation of diluted earnings per share for the six months ended June 30, 2022 as their effect would be anti-dilutive. Accordingly, diluted earnings per share for the six months ended June 30, 2022 is the same as basic earnings per share of the respective periods.

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9 每股盈利(續)

(b) 每股攤薄盈利(續)

本公司H股於2022年2月18日在香港聯合交易所有限公司主板上市。本公司H股上市後，與首次公開發售前投資相關的特殊權利即告無條件終止，可贖回注資被重新分類為權益。

由於並無發行潛在攤薄普通股，故截至2023年6月30日止六個月的每股攤薄盈利與每股基本盈利相同。

9 EARNINGS PER SHARE (CONTINUED)

(b) Diluted earnings per share (continued)

On February 18, 2022, the Company's H shares were listed on the Main Board of the Stock Exchange of Hong Kong Limited. The special rights associated with the Pre-IPO Investments were unconditionally terminated and the redeemable capital contributions were reclassified as equity upon the listing of the Company's H shares.

Diluted earnings per share for the six months ended June 30, 2023 is the same as the basic earnings per share as there were no potentially dilutive ordinary share issued.

10 物業、廠房及設備以及使用權資產

(a) 收購及出售自有財產

截至2023年6月30日止六個月，本集團以人民幣23,888,000元(截至2022年6月30日止六個月：人民幣11,125,000元)的成本收購了物業、廠房及設備項目。截至2023年6月30日止六個月，已出售賬面淨值為人民幣879,000元的物業、廠房及設備項目(截至2022年6月30日止六個月：人民幣1,174,000元)，產生出售虧損為人民幣96,000元(截至2022年6月30日止六個月：出售收益人民幣50,000元)。

(b) 使用權資產

截至2023年6月30日止六個月，本集團簽訂了若干使用辦公室及倉庫物業的租賃協議，因此確認了使用權資產的增加額為人民幣12,233,000元(截至2022年6月30日止六個月：人民幣13,070,000元)。

10 PROPERTY, PLANT AND EQUIPMENT AND RIGHT-OF-USE ASSETS

(a) Acquisitions and disposals of owned assets

During the six months ended June 30, 2023, the Group acquired items of property, plant and equipment at a cost of RMB23,888,000 (six months ended June 30, 2022: RMB11,125,000). Items of property, plant and equipment with a net book value of RMB879,000 were disposed of during the six months ended June 30, 2023 (six months ended June 30, 2022: RMB1,174,000), resulting in a loss on disposal of RMB96,000 (six months ended June 30, 2022: gain on disposal of RMB50,000).

(b) Right-of-use assets

During the six months ended June 30, 2023, the Group entered into a number of lease agreements for use of office and warehouse properties, and therefore recognized the additions to right-of-use assets of RMB12,233,000 (six months ended June 30, 2022: RMB13,070,000).

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11 以公允價值計量且其變動計入當期損益的金融資產

11 FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS

		於2023年 6月30日 At June 30, 2023 人民幣千元 RMB'000	於2022年 12月31日 At December 31, 2022 人民幣千元 RMB'000
以公允價值計量且其變動計入 當期損益的金融資產 – 非即期部分	Financial assets at fair value through profit or loss (FVPL) – non-current portion		
– 非上市投資	– Unlisted investment	321,495	312,460
– 結構性存款	– Structured deposits	436,133	235,527
以公允價值計量且其變動計入當期 損益的金融資產 – 即期部分	Financial assets at FVPL – current portion		
– 結構性存款及理財產品	– Structured deposits and wealth management products	3,055,233	2,329,220
– 遠期外匯合約	– Forward exchange contracts	5,041	–
– 未來合約	– Future contracts	916	–
		3,818,818	2,877,207

本集團以公允價值計量且其變動計入當期損益的金融資產的非流動結餘指於中國成立的私人公司的投資及中國金融機構發行的具有浮動回報的若干結構性存款。非上市投資為本集團於一間從事研發、製造及銷售電動車之公司、一間從事擴增實境及虛擬實境解決方案之公司及一間從事新能源電池業務之公司之權益。

本集團目前以公允價值計量且其變動計入當期損益的金融資產結餘乃由各金融機構於中國發行的具有浮動回報、遠期外匯合約及未來合約的結構性存款及理財產品。

The Group's non-current balances of financial assets at FVPL represent investments in private companies established in the PRC and certain structured deposits issued by a financial institution in the PRC with a floating return. The unlisted investments are the Group's interests in a company engaged in the research and development, manufacturing and sales of electric vehicles, a company engaged in augmented reality and virtual reality solutions and a company engaged in new energy battery business.

The Group's current balances of financial assets at FVPL represent structured deposits and wealth management products issued by various financial institutions in the PRC with a floating return, forward exchange contracts and future contracts.

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11 以公允價值計量且其變動計入當期損益的金融資產(續)

於2023年6月30日，人民幣1,424,734,000元(2022年：人民幣1,497,548,000元)的結構性存款及理財產品已抵押作為發行應付票據的抵押品。

上述金融資產的公允價值計量分析於附註21披露。

11 FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS (CONTINUED)

As at June 30, 2023, structured deposits and wealth management products of RMB1,424,734,000 (2022: RMB1,497,548,000) were pledged as security for issuance of bills payable.

The analysis on the fair value measurement of the above financial assets is disclosed in Note 21.

12 存貨

12 INVENTORIES

		於2023年 6月30日 At June 30, 2023 人民幣千元 RMB'000	於2022年 12月31日 At December 31, 2022 人民幣千元 RMB'000 (經重列) (附註4) (Note 4)
商品	Merchandise	2,614,775	2,517,230
運輸中商品	Goods in transit	160,618	104,252
		2,775,393	2,621,482
存貨撇減	Write down of inventories	(70,229)	(68,408)
		2,705,164	2,553,074

截至2023年6月30日止六個月內，本集團就可變現淨值低於賬面值的存貨確認撇減人民幣3,478,000元(截至2022年6月30日止六個月：人民幣39,271,000元)。撇減計入綜合損益的銷售成本。

於2023年6月30日，人民幣45,050,000元(2022年：人民幣21,082,000元)的存貨已抵押作為發行應付票據的抵押品。

During the six months ended June 30, 2023, the Group recognized a write-down of RMB3,478,000 (six months ended June 30, 2022: RMB39,271,000) against those inventories with net realizable value lower than carrying value. The write-down is included in cost of sales in the consolidated statement of profit or loss.

As at June 30, 2023, inventories of RMB45,050,000 (2022: RMB21,082,000) were pledged as security for issuance of bills payable.

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13 貿易應收款項及應收票據

13 TRADE AND BILLS RECEIVABLES

		於2023年 6月30日 At June 30, 2023 人民幣千元 RMB'000	於2022年 12月31日 At December 31, 2022 人民幣千元 RMB'000 (經重列) (restated) (附註4) (Note 4)
貿易應收款項	Trade receivables	2,135,050	1,900,904
應收票據	Bills receivable	1,500,584	1,372,954
		3,635,634	3,273,858
減：虧損撥備	Less: loss allowance	(84,750)	(67,396)
		3,550,884	3,206,462

預期貿易應收款項及應收票據全部將於一年內收回。

All of the trade and bills receivables are expected to be recovered within one year.

截至報告期末，貿易應收款項及應收票據基於發票日期及扣除虧損撥備後的賬齡分析如下：

As of the end of the reporting period, the ageing analysis of trade and bills receivables, based on the invoice date and net of loss allowance, is as follows:

		於2023年 6月30日 At June 30, 2023 人民幣千元 RMB'000	於2022年 12月31日 At December 31, 2022 人民幣千元 RMB'000 (經重列) (restated) (附註4) (Note 4)
3個月內	Within 3 months	3,193,786	2,992,653
超過3個月但在12個月內	Over 3 months but within 12 months	261,100	143,172
超過12個月	Over 12 months	95,998	70,637
		3,550,884	3,206,462

貿易應收款項於發票日期起計90日內到期。

Trade receivables are generally due within 90 days from the date of billing.

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13 貿易應收款項及應收票據(續)

若干應收票據被貼現予有追索權的金融機構，所有權的風險及回報大體上並無轉移。由於本集團持續參與所轉讓的資產，因此於2023年6月30日，人民幣304,294,000元(2022年12月31日：人民幣148,000,000元)的應收票據貼現並未被終止確認。

13 TRADE AND BILLS RECEIVABLES (CONTINUED)

Certain bills receivables were discounted to financial institutions with recourse, where substantially the risks and rewards of ownership had not been transferred. Since the Group has continuing involvement in the transferred assets, discounted bills receivable of RMB304,294,000 (December 31, 2022: RMB148,000,000) were therefore not derecognized as at June 30, 2023.

14 預付款項、按金及其他應收款項

14 PREPAYMENTS, DEPOSITS AND OTHER RECEIVABLES

		於2023年 6月30日 At June 30, 2023 人民幣千元 RMB'000	於2022年 12月31日 At December 31, 2022 人民幣千元 RMB'000 (經重列) (附註4) (Note 4)
預付款項	Prepayments	8,406,565	7,943,364
可收回增值稅	Value added tax recoverable	203,725	152,724
來自供應商的退款應收款項	Refund receivables from suppliers	291,787	216,623
應收前附屬公司的款項	Amounts due from former subsidiaries	509,571	536,955
應收利息	Interest receivables	151,885	202,770
其他按金及應收款項	Other deposits and receivables	261,227	283,160
		9,824,760	9,335,596
減：虧損撥備	Less: loss allowance	(383,621)	(297,848)
		9,441,139	9,037,748

預計超過一年後收回的應收利息金額為人民幣11,183,000元(2022年：人民幣53,795,000元)，全部與非即期抵押存款及定期存款有關。所有其他預付款項、按金及其他應收款項預期將於一年內收回或確認為開支。

The amount of interest receivables expected to be recovered after more than one year is RMB11,183,000 (2022: RMB53,795,000), all of which relates to non-current pledged deposits and time deposits. All of the other prepayments, deposits and other receivables are expected to be recovered or recognized as expense within one year.

於2023年6月30日，人民幣110,181,000元的預付款項(2022年：人民幣36,744,000元)已抵押作為銀行貸款及其他借款的抵押品。

As at June 30, 2023, prepayments of RMB110,181,000 (2022: RMB36,744,000) were pledged as security for bank loans and other borrowings.

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15 現金及現金等價物、受限制存款、抵押存款及定期存款

(a) 現金及現金等價物包括：

		於2023年 6月30日 At June 30, 2023 人民幣千元 RMB'000	於2022年 12月31日 At December 31, 2022 人民幣千元 RMB'000 (經重列) (附註4) (Note 4)
銀行現金	Cash at bank	4,672,743	4,082,207
手頭現金	Cash on hand	35	33
		4,672,778	4,082,240

(b) 受限制存款包括：

		於2023年 6月30日 At June 30, 2023 人民幣千元 RMB'000	於2022年 12月31日 At December 31, 2022 人民幣千元 RMB'000 (經重列) (附註4) (Note 4)
其他受限制存款	Other restricted deposits	2,665	5,255

15 CASH AND CASH EQUIVALENTS, RESTRICTED DEPOSITS, PLEDGED DEPOSITS AND TIME DEPOSITS

(a) Cash and cash equivalents comprise:

		於2023年 6月30日 At June 30, 2023 人民幣千元 RMB'000	於2022年 12月31日 At December 31, 2022 人民幣千元 RMB'000 (經重列) (附註4) (Note 4)
Cash at bank		4,672,743	4,082,207
Cash on hand		35	33
		4,672,778	4,082,240

(b) Restricted deposits comprise:

		於2023年 6月30日 At June 30, 2023 人民幣千元 RMB'000	於2022年 12月31日 At December 31, 2022 人民幣千元 RMB'000 (經重列) (附註4) (Note 4)
Other restricted deposits		2,665	5,255

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15 現金及現金等價物、受限制存款、抵押存款及定期存款(續)

(c) 抵押存款包括：

		於2023年 6月30日 At June 30, 2023 人民幣千元 RMB'000	於2022年 12月31日 At December 31, 2022 人民幣千元 RMB'000
即期部分	Current portion	4,838,270	4,329,686
非即期部分	Non-current portion	280,000	820,000
發行應付票據、信用證及 銀行貸款的抵押存款	Pledged deposits for issuance of bills payable, letters of credit and bank loans	5,118,270	5,149,686

抵押存款將於結算相關應付票據及信用證及償還相關銀行貸款後解除。

The pledged deposits will be released upon the settlement of the relevant bills payable and letters of credit and repayment of relevant bank loans.

(d) 定期存款包括：

		於2023年 6月30日 At June 30, 2023 人民幣千元 RMB'000	於2022年 12月31日 At December 31, 2022 人民幣千元 RMB'000
即期部分	Current portion	1,930,709	1,845,981
非即期部分	Non-current portion	20,000	320,000
		1,950,709	2,165,981

(d) Time deposits comprise:

16 銀行貸款及其他借款

於報告期末，本集團的計息銀行貸款及其他借款的到期情況如下：

16 BANK LOANS AND OTHER BORROWINGS

The maturity profile for the interest-bearing bank loans and other borrowings of the Group at the end of the reporting period is as follows:

		於2023年 6月30日 At June 30, 2023 人民幣千元 RMB'000	於2022年 12月31日 At December 31, 2022 人民幣千元 RMB'000
1年內或按需	Within 1 year or on demand	1,652,924	698,783

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17 貿易應付款項及應付票據

17 TRADE AND BILLS PAYABLES

		於2023年 6月30日 At June 30, 2023 人民幣千元 RMB'000	於2022年 12月31日 At December 31, 2022 人民幣千元 RMB'000 (經重列) (附註4) (Note 4)
貿易應付款項	Trade payables	1,344,434	1,263,913
應付票據	Bills payable	14,689,404	13,807,469
		16,033,838	15,071,382

截至報告期末，基於發票日期的貿易應付款項及應付票據的賬齡分析如下：

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

		於2023年 6月30日 At June 30, 2023 人民幣千元 RMB'000	於2022年 12月31日 At December 31, 2022 人民幣千元 RMB'000 (經重列) (附註4) (Note 4)
3個月內	Within 3 months	8,326,797	7,926,972
3至12個月	3 to 12 months	7,592,025	7,048,757
超過12個月	Over 12 months	115,016	95,653
		16,033,838	15,071,382

所有貿易應付款項及應付票據預期將於一年內結清或按要求償還。

All of the trade and bills payables are expected to be settled within one year or repayable on demand.

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18 合約負債

18 CONTRACT LIABILITIES

		於2023年 6月30日 At June 30, 2023 人民幣千元 RMB'000	於2022年 12月31日 At December 31, 2022 人民幣千元 RMB'000 (經重列) (附註4) (Note 4)
於年初／期初的結餘	Balance at the beginning of the year/ period	2,821,954	3,036,673
年內／期內確認計入年初／ 期初合約負債的收益導致 合約負債減少	Decrease in contract liabilities as a result of recognizing revenue during the year/period that was included in the contract liabilities at the beginning of the year/period	(2,446,739)	(2,915,928)
年內／期內收取預付款項 導致合約負債增加	Increase in contract liabilities as a result of receiving advance payments during the year/period	2,382,857	2,831,661
出售附屬公司權益導致合約負債減少	Decrease in contract liabilities as a result of disposal of interests in subsidiaries	(1,500)	(130,452)
於年末／期末的結餘	Balance at the end of the year/period	2,756,572	2,821,954

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19 資本、儲備及股息

(a) 股息

本公司董事於期內並無建議派付任何股息。

(b) 以股份為基礎的股權結算交易

受限制股份單位（「受限制股份單位」）計劃

於2023年4月6日，本集團薪酬與考核委員會批准採納受限制股份單位計劃，並將根據受限制股份單位計劃向本公司董事及本集團僱員授出最多4,842,500個受限制股份單位，合共相當於4,842,500股相關股份。

授出的條款及條件如下：

19 CAPITAL, RESERVES AND DIVIDENDS

(a) Dividends

The directors of the Company did not propose the payment of any dividend during the period.

(b) Equity settled share-based transactions

The Restricted Stock Unit ("RSU") Scheme

On April 6, 2023, the Group's Remuneration and Appraisal Committee approved the adoption of the RSU Scheme and would grant up to 4,842,500 RSUs, representing 4,842,500 underlying shares to the directors of the Company and employees of the Group under the RSU Scheme in aggregate.

The terms and conditions of the grants are as follows:

受限制股份 單位數目	歸屬條件	每個受限制 股份單位代價 人民幣元
Number of RSUs	Vesting condition	Consideration per RSU RMB
4,372,000	於2024年11月歸屬4,372,000個受限制股份單位的10%，於2025年11月、2026年11月及2027年11月分別歸屬4,372,000個受限制股份單位的20%，於2028年11月歸屬4,372,000個受限制股份單位的30%，惟須遵守表現條件	無
4,372,000	Graded vest of 10% of 4,372,000 RSUs in November 2024, 20% of 4,372,000 RSUs in November 2025, 2026 and 2027, respectively, 30% of 4,372,000 RSUs in November 2028 and subject to performance conditions	Nil
470,500	於2026年4月全數歸屬470,500個受限制股份單位，惟須遵守表現條件	無
470,500	Cliff vest of 470,500 RSUs in April 2026, and subject to performance conditions	Nil

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19 資本、儲備及股息(續)

(b) 以股份為基礎的股權結算交易(續)

受限制股份單位(「受限制股份單位」)計劃(續)

截至2023年6月30日止六個月，概無股份歸屬及轉讓予僱員。

截至2023年6月30日止六個月尚未行使的受限制股份單位概要：

19 CAPITAL, RESERVES AND DIVIDENDS (CONTINUED)

(b) Equity settled share-based transactions (continued)

The Restricted Stock Unit ("RSU") Scheme (continued)

During the six months ended June 30, 2023, no shares were vested and transferred to the employees.

A summary of RSUs outstanding for the six months ended June 30, 2023:

		2023年6月30日 June 30, 2023	
		加權平均 授出日期 公允價值 Weighted average grant-date fair value 人民幣元 RMB	受限制股份 單位數目 Number of RSUs 股
期初結餘	Balance at the beginning of the period	—	—
期內授出	Grant during the period	26.40	4,842,500
期末結餘	Balance at the end of the period	26.40	4,842,500

已授出受限制股份單位於授出日期的公允價值乃根據本公司股份於各授出日期的收市價計量。

截至2023年6月30日止六個月，就上述交易於綜合損益表確認的開支總額為人民幣8,378,000元。

The grant-date fair value of the RSUs granted is measured based on the closing price of the Company's shares at the respective grant date.

During the six months ended June 30, 2023, the total expenses recognized in the consolidated statement of profit or loss for the above transactions are RMB8,378,000.

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19 資本、儲備及股息 (續)

(b) 以股份為基礎的股權結算交易 (續)

僱員股份購買計劃 (「僱員股份購買計劃」)

於2022年，本集團採納一份僱員股份購買計劃，據此，於中國成立的合夥企業，其普通合夥人為高級管理層之一及有限合夥人由本集團員工組成，以收購本集團股權的方式投資於本公司附屬公司匯通數科智能科技有限公司。僱員股份購買計劃的所有參與者均按照各自合夥協議中規定的金額購買各自合夥企業的股權。

僱員股份購買計劃包含一個服務條件。參與該計劃的高級管理層及僱員倘於歸屬期內被終止與本集團的僱傭關係，則必須將其股權轉讓予由合夥企業的普通合夥人或本公司提名的個人或一方，轉讓價不高於各自於合夥協議中規定的金額。僱員股份購買計劃於授出日期的公允價值，即對價與所認購股權的公允價值之間的差額，應於歸屬期內分攤並於損益中確認為員工成本。

截至2023年6月30日止六個月，就上述交易於綜合損益表確認的開支總額為人民幣1,555,000元。

19 CAPITAL, RESERVES AND DIVIDENDS (CONTINUED)

(b) Equity settled share-based transactions (continued)

Employee Share Purchase Plan (the "ESPP")

In 2022, the Group adopted an ESPP, pursuant to which, a partnership established in the PRC, of which the general partner is one of the senior management and the limited partners consisted of employees of the Group, invested in Company's subsidiary Huitone Datatech Smart Technology Co., Ltd. by way of acquiring equity interests from the Group. All participants of the ESPP have purchased equity interests in respective partnership at amounts specified in the respective partnership agreement.

The ESPP contains a service condition. Senior management and employees participating in the plan have to transfer out their equity interests if their employments with the Group were terminated within the vesting period, to a person or a party nominated by the general partner of the partnership or by the Company at a price no higher than the amounts specified in the respective partnership agreement. The fair value of the ESPP at the grant date, being the difference between the consideration and the fair value of the equity interests subscribed shall be spread over the vesting period and recognized as staff costs in the profit or loss.

During the six months ended June 30, 2023, the total expenses recognized in the consolidated statement of profit or loss for the above transactions are RMB1,555,000.

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19 資本、儲備及股息(續)

(c) 購買自身股份

於中期期間，本公司於香港聯合交易所有限公司購回其自身股份如下：

交易月份		購回 股份數目	已付每股 最高價	已付每股 最低價	總價
Trading month		Number of shares repurchased	Highest price paid per share 港元 HK\$	Lowest price paid per share 港元 HK\$	Aggregate price 港元 HK\$
2023年4月	April 2023	20,300	30.40	30.05	614,499
2023年5月	May 2023	164,200	31.00	28.01	4,844,318
2023年6月	June 2023	235,700	32.00	29.70	7,292,019
合計	Total				12,750,836
折合人民幣	Equivalent to RMB				11,593,000

所購回股份將全部為根據受限制股份單位計劃授予本公司董事及本集團僱員的受限制股份單位的相關股份。

19 CAPITAL, RESERVES AND DIVIDENDS (CONTINUED)

(c) Purchase of own shares

During the interim period, the Company repurchased its own shares on The Stock Exchange of Hong Kong Limited as follows:

The repurchased shares will all be the underlying shares of the RSUs granted to the directors of the Company and the employees of the Group in accordance with the RSU Scheme.

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20 重大關聯方交易

(a) 與本集團進行重大交易的關聯方名稱及關係：

關聯方姓名／名稱

Name of related party

汪建國先生
Mr. Wang Jianguo
徐秀賢先生
Mr. Xu Xiuxian
五星控股集團有限公司(「五星」)及其聯屬公司
Five Star Holdings Group Co., Ltd. (“Five Star”) and its affiliates
阿里巴巴(中國)網絡技術有限公司(「阿里巴巴中國」)及其聯屬公司
Alibaba (China) Network Technology Co., Ltd. (“Alibaba China”) and its affiliates

(b) 關聯方提供的擔保

授予本集團的若干銀行融資由關聯方發出的作為擔保。該等負債的賬面值分析如下：

20 MATERIAL RELATED PARTY TRANSACTIONS

(a) Names and relationships of the related parties that had significant transactions with the Group:

關係

Relationship

本集團的單一最大股東
Single largest shareholder of the Group
本公司的執行董事
Executive director of the Company
本集團的單一最大股東所控制的公司及其聯屬公司
Company and its affiliates controlled by the single largest shareholder of the Group
本集團的高持股量股東及其聯屬公司
The Group's significant shareholder and its affiliates

(b) Guarantees issued by related parties

Certain bank facilities granted to the Group were guaranteed issued by related parties. An analysis of the carrying value of these liabilities is as follows:

		於2023年 6月30日 At June 30, 2023 人民幣千元 RMB'000	於2022年 12月31日 At December 31, 2022 人民幣千元 RMB'000
以下各項的敞口淨額：	Net exposure on:		
銀行貸款	Bank loans	271,587	394,278
應付票據	Bills payable	7,289,243	6,991,021

於2023年6月30日及2022年12月31日，本集團就銀行貸款而獲授的若干銀行融資由汪建國先生(作為本集團的單一最大股東)和五星提供擔保。關聯方於2023年6月30日就銀行貸款出具的擔保最遲將於2024年4月26日前獲悉數到期。

At June 30, 2023 and December 31, 2022, certain bank facilities granted to the Group for bank loans were guaranteed by Mr. Wang Jianguo as the single largest shareholder of the Group and Five Star. Guarantees issued by related parties for bank loans at June 30, 2023 will be fully released by April 26, 2024 at the latest.

於2023年6月30日及2022年12月31日，本集團就發行應付票據而獲授的若干銀行融資由汪建國先生(作為本集團的單一最大股東)、徐秀賢先生(作為本公司的執行董事)和五星提供擔保。關聯方於2023年6月30日就應付票據出具的擔保最遲將於2023年12月29日前到期。

At June 30, 2023 and December 31, 2022, certain bank facilities granted to the Group for issuance of bills payable were guaranteed by Mr. Wang Jianguo as the single largest shareholder of the Group, Mr. Xu Xiuxian as the executive director of the Company, and Five Star. Guarantees issued by related parties for bills payable at June 30, 2023 will be expired by December 29, 2023 at the latest.

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20 重大關聯方交易 (續)

(c) 其他重大關聯方交易

截至2023年及2022年6月30日止六個月，本集團與關聯方進行了以下重大交易：

20 MATERIAL RELATED PARTY TRANSACTIONS (CONTINUED)

(c) Other significant related party transactions

During the six months ended June 30, 2023 and 2022, the Group had following significant transactions with related parties:

		截至6月30日止六個月 Six months ended June 30,	
		2023年 2023 人民幣千元 RMB'000	2022年 2022 人民幣千元 RMB'000 (經重列) (restated) (附註4) (Note 4)
採購商品	Purchase of goods		
五星及其聯屬公司	Five Star and its affiliates	28,115	167,258
阿里巴巴中國及其聯屬公司	Alibaba China and its affiliates	18,118	–
		46,233	167,258
採購服務	Purchase of services		
五星及其聯屬公司	Five Star and its affiliates	124	393
阿里巴巴中國及其聯屬公司	Alibaba China and its affiliates	2,174	3,879
		2,298	4,272
銷售商品	Sales of goods		
五星及其聯屬公司	Five Star and its affiliates	15	166
阿里巴巴中國及其聯屬公司	Alibaba China and its affiliates	28,911	69,299
		28,926	69,465
收購共同控制附屬公司的權益	Acquisition of interests in subsidiaries under common control		
五星及其聯屬公司	Five Star and its affiliates	504,300	–
向關聯方的墊款(減少)/增加	(Decrease)/increase in advances to related parties		
五星及其聯屬公司	Five Star and its affiliates	(16,525)	30,076

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21 金融工具公允價值計量

(a) 公允價值層級

下表呈列於報告期末按經常性基準計量的本集團金融工具公允價值，分類為國際財務報告準則第13號公允價值計量所界定的三級公允價值層級。公允價值計量所歸類的層級乃參考以下估值方法所用輸入數據的可觀察性及重要性釐定：

- 第一級估值：僅使用第一級輸入數據（即於計量日期相同資產或負債於活躍市場的未經調整報價）計量的公允價值；
- 第二級估值：使用第二級輸入數據（即不符合第一級之可觀察輸入數據）且並無使用重大不可觀察輸入數據計量之公允價值。不可觀察輸入數據為無法從市場資料獲得之數據；
- 第三級估值：使用重大不可觀察輸入數據計量的公允價值。

21 FAIR VALUE MEASUREMENT OF FINANCIAL INSTRUMENTS

(a) Fair value hierarchy

The following table presents the fair value of the Group's financial instruments measured at the end of the reporting period on a recurring basis, categorized into the three-level fair value hierarchy as defined in IFRS 13, *Fair value measurement*. The level into which a fair value measurement is classified is determined with reference to the observability and significance of the inputs used in the valuation technique as follows:

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

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21 金融工具公允價值計量(續)

(a) 公允價值層級(續)

21 FAIR VALUE MEASUREMENT OF FINANCIAL INSTRUMENTS (CONTINUED)

(a) Fair value hierarchy (continued)

		於2023年 6月30日 的公允價值 Fair value at June 30, 2023 人民幣千元 RMB' 000	於2023年6月30日的公允價值計量分類為 Fair value measurement at June 30, 2023 categorized into		
			第一級 Level 1	第二級 Level 2	第三級 Level 3
經常性公允價值計量	Recurring fair value measurement				
資產：	Assets:				
以公允價值計量且其變動計入其他 全面收益的金融資產(以公允價值 計量且其變動計入其他全面收益)	Financial assets at fair value through other comprehensive income (FVOCI)				
– 非上市股本證券	– Unlisted equity securities	2,000	–	–	2,000
以公允價值計量且其變動計入當期 損益的金融資產	Financial assets at FVPL				
– 結構性存款及理財產品	– Structured deposits and wealth management products	3,491,366	–	–	3,491,366
– 非上市投資	– Unlisted investment	321,495	–	11,500	309,995
– 遠期外匯合約	– Forward exchange contracts	5,041	–	5,041	–
– 未來合約	– Future contracts	916	916	–	–
負債：	Liabilities:				
以公允價值計量且其變動計入當期 損益的金融負債	Financial liabilities at FVPL				
– 遠期外匯合約	– Forward exchange contracts	110,159	–	110,159	–

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21 金融工具公允價值計量(續)

(a) 公允價值層級(續)

		於2022年 12月31日 的公允價值 Fair value at December 31, 2022 人民幣千元 RMB'000			
		於2022年12月31日的公允價值計量分類為 Fair value measurement at December 31, 2022 categorized into			
		第一級 Level 1	第二級 Level 2	第三級 Level 3	
經常性公允價值計量	Recurring fair value measurement				
資產：	Assets:				
以公允價值計量且其變動計入 其他全面收益的金融資產	Financial assets at FVOCI				
- 非上市股本證券	- Unlisted equity securities	2,000	-	-	2,000
以公允價值計量且其變動計入 當期損益的金融資產	Financial assets at FVPL				
- 結構性存款及理財產品	- Structured deposits and wealth management products	2,564,747	-	-	2,564,747
- 非上市投資	- Unlisted investment	312,460	-	312,460	-
負債：	Liabilities:				
以公允價值計量且其變動計入 當期損益的金融負債	Financial liabilities at FVPL				
- 遠期外匯合約	- Forward exchange contracts	89,324	-	89,324	-
- 未來合約	- Future contracts	57	57	-	-

截至2023年6月30日止六個月，第一級與第二級之間並無轉撥。截至2023年6月30日止六個月，向第三級轉入的金額為人民幣309,995,000元(截至2022年6月30日止六個月：人民幣零元)。本集團的政策為於發生轉撥的報告期末確認公允價值層級之間的轉撥。

During the six months ended June 30, 2023, there were no transfers between Level 1 and Level 2. During the six months ended June 30, 2023, there were transfers of RMB309,995,000 (six months ended June 30, 2022: RMB nil) to level 3. The Group's policy is to recognize transfers between levels of fair value hierarchy as at the end of the reporting period in which they occur.

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21 金融工具公允價值計量(續)

(b) 於第二級公允價值計量中所使用的估值方法及輸入數據

第二級遠期外匯合約的公允價值乃通過貼現於到期日的合約行使價與估計遠期價格之間的差額釐定。所使用的貼現率乃根據報告期末的相關政府債券收益曲線得出。第二級非上市投資之公允價值乃按市場上近期可資比較交易價來釐定。該投資近期由本集團收購。

(c) 有關第三級公允價值計量之資料

21 FAIR VALUE MEASUREMENT OF FINANCIAL INSTRUMENTS (CONTINUED)

(b) Valuation techniques and inputs used in Level 2 fair value measurements

The fair value of forward exchange contracts in Level 2 is determined by discounting the difference between the contractual strike price and the estimated forward price at the maturity date. The discount rate used is derived from the relevant government yield curve as at the end of the reporting period. The fair value of unlisted investment in Level 2 is determined by recent comparable transaction price on the market. The investment was acquired by the Group recently.

(c) Information about Level 3 fair value measurements

	估值方法	重大不可觀察輸入數據
	Valuation techniques	Significant unobservable inputs
非上市股本證券及若干非上市投資 Unlisted equity securities and certain unlisted investment	估值倍數(附註i) Valuation multiples (Note i)	可資比較公司中等市場倍數的變動趨勢 Changing trend of medium market multiples of comparable companies
結構性存款及理財產品 Structured deposits and wealth management products	貼現現金流量(附註ii) Discounted cash flow (Note ii)	預期收益率 Expected return rate

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21 金融工具公允價值計量(續)

(c) 有關第三級公允價值計量之資料(續)

附註：

- (i) 若干非上市股本證券及非上市投資之公允價值乃使用估值倍數釐定，並就可資比較公司之中等市場倍數之變動趨勢作出調整。公允價值計量與可資比較公司中等市場倍數之變動趨勢呈正相關。於2023年6月30日，估計在所有其他變量保持不變的情況下，可資比較公司中等市場倍數增加／減少5%，將導致本集團的其他全面收益增加／減少人民幣75,000元(2022年：人民幣75,000元)，期內盈利增加／減少人民幣13,175,000元(2022年：無)
- (ii) 結構性存款及理財產品的公允價值乃透過貼現預期未來現金流量計算。公允價值計量與預期回報率呈負相關。於2023年6月30日，估計在所有其他變量保持不變的情況下，結構性存款及理財產品的公允價值增加／減少5%將導致本集團期內盈利增加／減少人民幣148,383,000元(2022年：人民幣109,001,000元)。

非上市股本證券之公允價值乃採用可資比較公司之估值倍數法釐定。結構性存款及理財產品的公允價值乃透過使用具有類似條款、信貸風險及餘下到期日的工具的現行利率貼現預期未來現金流量計算。

21 FAIR VALUE MEASUREMENT OF FINANCIAL INSTRUMENTS (CONTINUED)

(c) Information about Level 3 fair value measurements (continued)

Notes:

- (i) The fair value of certain unlisted equity security and unlisted investment is determined using valuation multiples adjusted for changing trend of medium market multiples of comparable companies. The fair value measurement is positively correlated to the changing trend of medium market multiples of comparable companies. As at June 30, 2023, it is estimated that with all other variables held constant, an increase/decrease in change of medium market multiples of comparable companies by 5% would have increased/decreased the Group's other comprehensive income by RMB75,000 (2022: RMB75,000) and profit for the period by RMB13,175,000 (2022: nil).
- (ii) The fair value of structured deposits and wealth management products is calculated by discounting the expected future cash flows. The fair value measurement is negatively correlated to expected return rate. As at June 30, 2023, it is estimated that with all other variables held constant, an increase/decrease in fair value of structured deposits and wealth management products by 5% would have increased/decreased the Group's profit for the period by RMB148,383,000 (2022: RMB109,001,000).

The fair value of unlisted equity security is determined using valuation multiples technique with comparable companies. The fair values of the structured deposits and wealth management products have been calculated by discounting the expected future cash flows using rates currently available for instruments with similar terms, credit risk and remaining maturities.

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21 金融工具公允價值計量(續)

(c) 有關第三級公允價值計量之資料 (續)

第三級公允價值計量的期內結餘變動如下：

21 FAIR VALUE MEASUREMENT OF FINANCIAL INSTRUMENTS (CONTINUED)

(c) Information about Level 3 fair value measurements (continued)

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

		以公允價值計量 且其變動計入 其他全面收益 的金融資產 Financial assets at FVOCI 人民幣千元 RMB' 000	以公允價值計量 且其變動計 入當期損益的 金融資產 Financial assets at FVPL 人民幣千元 RMB' 000	合計 Total 人民幣千元 RMB' 000
截至2023年1月1日	As at January 1, 2023	2,000	2,564,747	2,566,747
以公允價值計量且其變動計入 當期損益的金融資產已實現 及未實現收益淨額	Net realized and unrealized gains on financial assets at fair value through profit or loss	-	67,084	67,084
購買	Purchases	-	3,711,800	3,711,800
出售及結算	Sales and settlements	-	(2,852,265)	(2,852,265)
從第二級撥轉	Transfer from Level 2	-	309,995	309,995
截至2023年6月30日	As at June 30, 2023	2,000	3,801,361	3,803,361
		以公允價值計量 且其變動計入 其他全面收益 的金融資產 Financial assets at FVOCI 人民幣千元 RMB' 000	以公允價值計量 且其變動計入 當期損益 的金融資產 Financial assets at FVPL 人民幣千元 RMB' 000	合計 Total 人民幣千元 RMB' 000
截至2022年1月1日	As at January 1, 2022	2,000	2,705,757	2,707,757
以公允價值計量且其變動計入 當期損益的金融資產已實現 及未實現收益淨額	Net realized and unrealized gains on financial assets at fair value through profit or loss	-	73,799	73,799
購買	Purchases	-	6,012,800	6,012,800
出售及結算	Sales and settlements	-	(5,481,128)	(5,481,128)
截至2022年6月30日	As at June 30, 2022	2,000	3,311,228	3,313,228

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21 金融工具公允價值計量(續)

(c) 有關第三級公允價值計量之資料(續)

重新計量本集團持作策略用途的非上市股本證券所產生的任何收益或虧損於其他全面收益的公允價值儲備(不可撥回)中確認。於出售股本證券後，於其他全面收益累計的金額直接轉撥至累計虧損。

重新計量結構性存款及理財產品產生的收益於綜合損益表的「其他收益淨額」項目中呈列。

截至2023年6月30日及2022年12月31日，所有按成本或攤銷成本列賬的金融工具的金額與其價值並無重大差異。

21 FAIR VALUE MEASUREMENT OF FINANCIAL INSTRUMENTS (CONTINUED)

(c) Information about Level 3 fair value measurements (continued)

Any gain or loss arising from the remeasurement of the Group's unlisted equity securities held for strategic purposes are recognized in the fair value reserve (non-recycling) in other comprehensive income. Upon disposal of the equity securities, the amount accumulated in other comprehensive income is transferred directly to accumulated losses.

The gains arising from the remeasurement of the structured deposits and wealth management products are presented in the "Other net gain" line item in the consolidated statement of profit or loss.

All financial instruments carried at cost or amortized cost are at amounts not materially different from their values as at June 30, 2023 and December 31, 2022.

