

# 富銀融資租賃(深圳)股份有限公司 FY Financial (Shenzhen) Co., Ltd.

(於中華人民共和國註冊成立的股份有限公司)

[A joint stock limited company incorporated in the People's Republic of China with limited liability]

股份代號 Stock Code: 8452

## 2020 第一季度業績報告 FIRST QUARTERLY REPORT



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*This report, for which the directors (the “**Directors**”, each a “**Director**”) of FY Financial (Shenzhen) Co., Ltd. (the “**Company**”, together with its subsidiaries, the “**Group**”), collectively and individually, accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the “**GEM Listing Rules**”) for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this report is accurate and complete in all material aspects and not misleading or deceptive; and there are no other matters the omission of which would make any statement herein or this report misleading.*

### 香港聯合交易所有限公司(「聯交所」)GEM的特色

GEM的定位，乃為中小型公司提供一個上市的市場，此等公司相比起其他在聯交所上市的公司可能帶有較高投資風險。有意投資的人士應了解投資於該等公司的潛在風險，並應經過審慎周詳的考慮後方作出投資決定。由於GEM上市公司普遍為中小型公司，在GEM買賣的證券可能會較於主板買賣之證券承受較大的市場波動風險，同時無法保證在GEM買賣的證券會有高流通量的市場。

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# CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

## 簡明綜合全面收益表

For the three months ended 31 March 2020 截至二零二零年三月三十一日止三個月

		Three months ended 31 March 截至三月三十一日止三個月	
		2020 二零二零年 RMB 人民幣元	2019 二零一九年 RMB 人民幣元
		Notes 附註	
<b>Revenue</b>	<b>收益</b>	5	<b>42,096,588</b>
Direct costs	直接成本		<b>(19,450,547)</b>
<b>Gross profit</b>	<b>毛利</b>		<b>22,646,041</b>
Other income and gains	其他收入及收益	5	<b>600,412</b>
Operating expenses	經營開支		<b>(3,761,478)</b>
Administrative expenses	行政開支		<b>(7,476,235)</b>
Provision for/(reversal of) impairment loss on accounts receivable	應收賬款減值虧損撥備/(撥回)		<b>(2,107,976)</b>
<b>Profit before income tax</b>	<b>除所得稅前溢利</b>	6	<b>9,900,764</b>
Income tax expense	所得稅開支	7	<b>(2,232,801)</b>
<b>Profit and total comprehensive income for the period attributable to equity owners of the Company</b>	<b>本公司股權擁有人應佔期內溢利及全面收入總額</b>		<b>7,667,963</b>
			11,698,166
			RMB cents 人民幣分
<b>Earnings per share:</b>	<b>每股盈利：</b>	8	
- Basic	- 基本		<b>2.13</b>
- Diluted	- 攤薄		<b>2.13</b>
			RMB cents 人民幣分

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

## 簡明綜合財務報表附註

For the three months ended 31 March 2020 截至二零二零年三月三十一日止三個月

### 1. CORPORATE INFORMATION

The Company was established in the People's Republic of China (the "PRC") on 7 December 2012 as a sino-foreign equity joint venture enterprise and was converted to a joint stock company with limited liability under the Company Law of the PRC on 10 September 2015. The address of its registered office is Room 201, Block A, No. 1 Qianwan First Road, Qianhai Shenzhen-Hong Kong Cooperation Zone, Shenzhen, Guangdong, the PRC and the principal place of business is Room 3001, Shenzhen International Culture Building, Futian Road, Futian District, Shenzhen, Guangdong, the PRC. The Company's overseas-listed foreign shares (the "H Shares") have been listed on GEM of the Stock Exchange since 23 May 2017 (the "Listing Date").

The Group is principally engaged in the provision of finance leasing, factoring, advisory services and customer referral services and the supply of medical equipment in the PRC.

At the date of this report, the Company's ultimate parent company is Ningbo Qinggang Investment Co., Ltd (寧波青剛投資有限公司), a company established in the PRC with limited liability.

### 2. BASIS OF PREPARATION

The condensed consolidated financial statements have been prepared in accordance with Hong Kong Financial Reporting Standards ("HKFRSs") which collectively includes all applicable individual HKFRS, Hong Kong Accounting Standard and interpretations issued by the Hong Kong Institute of Certified Public Accountants as well as with the applicable disclosure requirements of the GEM Listing Rules.

### 1. 公司資料

本公司於二零一二年十二月七日在中華人民共和國(「中國」)成立為中外合資經營企業並於二零一五年九月十日根據《中國公司法》改制為股份有限公司。其註冊辦事處地址為中國廣東省深圳市前海深港合作區前灣一路1號A棟201室，主要營業地點為中國廣東省深圳市福田區福田路深圳國際文化大廈3001室。本公司的境外上市外資股(「H股」)自二零一七年五月二十三日(「上市日期」)起已於聯交所GEM上市。

本集團主要於中國從事提供融資租賃、保理、諮詢服務及客戶轉介服務以及供應醫療設備。

於本報告日期，本公司的最終母公司為一家於中國成立的有限責任公司，寧波青剛投資有限公司。

### 2. 編製基準

簡明綜合財務報表乃根據《香港財務報告準則》(「香港財務報告準則」，包括香港會計師公會頒佈的所有適用個別香港財務報告準則、《香港會計準則》及詮釋)以及GEM上市規則的適用披露規定而編製。

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

## 簡明綜合財務報表附註

For the three months ended 31 March 2020 截至二零二零年三月三十一日止三個月

### 2. BASIS OF PREPARATION (Continued)

The condensed consolidated financial statements have been prepared in accordance with the same accounting policies adopted in the audited financial statements for the year ended 31 December 2019 as set out in the annual report of the Company dated 27 March 2020, except for those that relate to new standards or interpretations effective for the first time for periods beginning on or after 1 January 2020. Details of any changes in accounting policies are set out in note 3. The adoption of the new and revised HKFRSs have no material effect on these condensed consolidated financial statements. The Group has not early adopted any new and revised HKFRSs that has been issued but not yet effective in the current accounting period. The preparation of the condensed consolidated financial statements in conformity with HKAS 34 requires the management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses on a year to date basis. Actual results may differ from these estimates. The areas where significant judgments and estimates have been made in preparing the financial statements and their effect are disclosed in note 4.

This 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 audited financial statements for the year ended 31 December 2019. The condensed consolidated financial statements and notes thereon do not include all of the information required for full set of financial statements prepared in accordance with HKFRSs and should be read in conjunction with the 2019 consolidated financial statements.

The unaudited condensed consolidated results are presented in Renminbi (“RMB”), which is also the functional currency of the Company, unless otherwise indicated.

### 2. 編製基準(續)

簡明綜合財務報表已根據本公司日期為二零二零年三月二十七日的年報所載截至二零一九年十二月三十一日止年度的經審核財務報表所採用的相同會計政策而編製，惟與於二零二零年一月一日或之後開始之期間首次生效的新準則或詮釋有關者除外。有關會計政策的任何變動之詳情載於附註3。採納新訂及經修訂香港財務報告準則對該等簡明綜合財務報表並無重大影響。本集團概無提前採納本會計期間已頒佈但尚未生效之任何新訂及經修訂香港財務報告準則。編製符合香港會計準則第34號之簡明綜合財務報表要求管理層作出判斷、估計及假設，而有關判斷、估計及假設會影響政策之應用及本年迄今為止所呈報資產及負債、收益及開支之金額。實際結果可能與該等估計有所差異。編製財務報表時已作出重大判斷及估計的範疇以及其影響於附註4披露。

本報告載有簡明綜合財務報表及經挑選之解釋附註。該等附註包括解釋對本集團自截至二零一九年十二月三十一日止年度之經審核財務報表刊發以來之財務狀況及表現所出現之變動而言屬重要之事件及交易。簡明綜合財務報表及其附註並不包括根據香港財務報告準則而編製之完整財務報表所規定之一切資料並應與二零一九年綜合財務報表一併閱讀。

未經審核簡明綜合業績以人民幣(「人民幣」)呈列，其亦為本公司的功能貨幣(除非另有所指)。

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

## 簡明綜合財務報表附註

For the three months ended 31 March 2020 截至二零二零年三月三十一日止三個月

### 2. BASIS OF PREPARATION (Continued)

The condensed consolidated financial statements are unaudited and have been prepared under historical cost convention, except for certain financial instruments which are stated at fair values. The condensed consolidated financial statements are unaudited but have been reviewed by the audit committee of the Company.

### 3. CHANGES IN HKFRSs

The HKICPA has issued a number of new or amended HKFRSs that are first effective for the current accounting period of the Group:

- Amendments to HKFRS 3: Definition of a Business
- Amendments to HKFRS 7, HKFRS 9 and HKAS 39: Interest Rate Benchmark Reform
- Amendments to HKAS 1 and HKAS 8: Definition of Material

The other new or amended HKFRSs that are effective from 1 January 2020 did not have any significant impact on the Group's accounting policies.

### 4. USE OF JUDGEMENTS AND ESTIMATES

In preparing this condensed consolidated financial statements, the significant judgements made by the management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to 2019 annual financial statements.

### 2. 編製基準(續)

簡明綜合財務報表為未經審核並根據歷史成本法編製，惟若干金融工具按公平值列賬除外。簡明綜合財務報表乃未經審核，惟已由本公司審核委員會進行審閱。

### 3. 香港財務報告準則變動

香港會計師公會已頒佈若干於本集團當前會計期間首次生效的新訂或經修訂香港財務報告準則：

- 香港財務報告準則第3號修訂本：業務的定義
- 香港財務報告準則第7號、香港財務報告準則第9號及香港會計準則第39號修訂本：利率基準改革
- 香港會計準則第1號及香港會計準則第8號修訂本：重大性的定義

自二零二零年一月一日起生效的其他新訂或經修訂香港財務報告準則對本集團會計政策並無任何重大影響。

### 4. 採用判斷及估計

於編製本簡明綜合財務報表過程中，管理層於應用本集團會計政策時作出的重大判斷及估計不確定因素的主要來源與二零一九年年度財務報表所應用者相同。

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

## 簡明綜合財務報表附註

For the three months ended 31 March 2020 截至二零二零年三月三十一日止三個月

### 5. REVENUE AND OTHER INCOME AND GAINS

An analysis of the revenue from the Group's principal activities and other income and gains is as follows:

### 5. 收益及其他收入及收益

本集團主要活動所得收益及其他收入及收益的分析如下：

		Three months ended 31 March	
		截至三月三十一日止三個月	
		2020	2019
		二零二零年	二零一九年
		RMB	RMB
		人民幣元	人民幣元
		<i>(Unaudited)</i>	<i>(Unaudited)</i>
		(未經審核)	(未經審核)
<b>Revenue</b>	<b>收益</b>		
Finance lease income	融資租賃收入	<b>9,897,950</b>	20,049,113
Income from receivables	售後租回交易應收款項的收入		
from sale-leaseback transactions		<b>8,826,958</b>	810,945
Factoring income	保理收入	<b>6,395,753</b>	5,417,438
Commission income	佣金收入	-	303,078
Advisory service fee income	諮詢服務費收入	<b>2,436,560</b>	4,003,260
Sale of goods	出售貨品	<b>14,539,367</b>	521,031
		<b>42,096,588</b>	31,104,865
<b>Other income and gains/(losses)</b>	<b>其他收入及收益/(虧損)</b>		
Bank interest income	銀行利息收入	<b>638,506</b>	83,059
Recharge of insurance premium (note a)	保險費補還(附註a)	<b>86,180</b>	224,316
Penalty charged to customers	收取客戶罰款	<b>177,430</b>	217,696
Change in fair value of	衍生金融負債公平值變動		
derivative financial liabilities		<b>(722,654)</b>	-
Loss on disposal of plant and equipment	出售廠房及設備的虧損	<b>(43,348)</b>	(266)
Maintenance service income	保養服務收入	<b>275,943</b>	-
Imputed interest income on trade receivables	貿易應收款項的推算利息收入	<b>196,538</b>	390,366
Others	其他	<b>(8,183)</b>	(210,764)
		<b>600,412</b>	704,407

Note:

(a) The amount mainly represented the mark-up on recharge of insurance premium for the lease assets paid by the Group on behalf and recharged to its finance lease customers.

附註：

(a) 該金額主要指本集團就租賃資產代為支付的保險費用並向有關的融資租賃客戶收回的標高保險費。



# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

## 簡明綜合財務報表附註

For the three months ended 31 March 2020 截至二零二零年三月三十一日止三個月

### 6. PROFIT BEFORE INCOME TAX

### 6. 除所得稅前溢利

		Three months ended 31 March 截至三月三十一日止三個月	
		2020 二零二零年 RMB 人民幣元	2019 二零一九年 RMB 人民幣元
<b>Profit before income tax is arrived at after charging:</b>	<b>除所得稅前溢利乃經扣除以下各項後達致：</b>		
Costs of borrowings included in direct cost:	直接成本所含借款成本：	<b>6,207,043</b>	5,590,309
- Interest expenses on interest-bearing bank and other borrowings**	- 計息銀行及其他借款的利息開支**	<b>3,975,629</b>	3,413,481
- Interest expenses on lease liabilities	- 租賃負債的利息開支	<b>7,641</b>	-
- Bank charges and other expenses	- 銀行手續費及其他開支	<b>316,419</b>	16,328
- Interest charge on amount due to an intermediate holding company**	- 應付一家中介控股公司款項的利息費用**	<b>1,907,354</b>	2,160,500
Cost of inventories sold	已售存貨成本	<b>13,243,504</b>	133,620
Depreciation of plant and equipment*	廠房及設備折舊*	<b>189,429</b>	81,587
Depreciation of right-of-use assets*	使用權資產折舊*	<b>218,764</b>	316,452
Expenses relating to short-term leases***	與短期租賃有關的開支***	<b>113,673</b>	97,381
Loss on modification of leases	修改租賃的虧損	<b>64,019</b>	-
Impairment loss (recovery) on accounts receivable, net****	應收賬款減值虧損(撥回)淨額****	<b>2,107,976</b>	(1,153,648)
Exchange (gain)/losses	匯兌(收益)/虧損	<b>(3,342)</b>	7,735
Loss on disposal of plant and equipment	出售廠房及設備的虧損	<b>43,348</b>	266
Staff costs (including directors' emoluments) comprise:	員工成本(包括董事酬金)包括：	<b>7,074,894</b>	7,150,712
Salaries, allowances and benefits in kind	薪金、津貼及實物利益	<b>6,422,582</b>	5,817,785
Discretionary bonuses	酌情花紅	<b>42,708</b>	110,209
Contribution to defined contribution retirement plan	向界定供款退休計劃供款	<b>609,604</b>	1,222,718

\* Depreciation charges are recognised in the condensed consolidated statement of comprehensive income as administrative expenses for the three months ended 31 March 2020 and 2019, respectively.

\*\* These items represented the finance costs of the Group.

\*\*\* This item represents the expenses relating to short-term leases under HKFRS 16.

\*\*\*\* This item represents to expected credit loss on financial assets.

\* 折舊開支分別於截至二零二零年及二零一九年三月三十一日止三個月止期間在簡明綜合全面收益表中確認為行政開支。

\*\* 該等項目指本集團的融資成本。

\*\*\* 該項目指香港財務報告準則第16號項下短期租賃相關的開支。

\*\*\*\* 該項目指金融資產預期信貸虧損。

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

## 簡明綜合財務報表附註

For the three months ended 31 March 2020 截至二零二零年三月三十一日止三個月

### 7. INCOME TAX EXPENSE

### 7. 所得稅開支

		Three months ended 31 March	
		截至三月三十一日止三個月	
		2020	2019
		二零二零年	二零一九年
		RMB	RMB
		人民幣元	人民幣元
<b>Income tax</b>	<b>所得稅</b>		
- Current period	- 本期間	<b>2,940,459</b>	3,938,034
<b>Deferred tax</b>	<b>遞延稅項</b>		
- Credited for the period	- 期內抵免	<b>(707,658)</b>	-
Income tax expense	所得稅開支	<b>2,232,801</b>	3,938,034

The Company and its subsidiaries were established in the PRC which are subject to the enterprise income tax in the PRC.

Provision for the enterprise income tax in the PRC is calculated based on a statutory tax rate of 25% of the estimated assessable profits as determined in accordance with the relevant income tax law in the PRC, during the Reporting Period.

本公司及其附屬公司於中國成立，須繳納中國企業所得稅。

於報告期內的中國企業所得稅撥備乃按根據相關中國所得稅法釐定的估計應課稅溢利25%的法定稅率計算。

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

## 簡明綜合財務報表附註

For the three months ended 31 March 2020 截至二零二零年三月三十一日止三個月

### 8. EARNINGS PER SHARE

#### Basic earnings per share

The basic earnings per share for the period are calculated based on the following data:

		Three months ended 31 March 截至三月三十一日止三個月	
		2020 二零二零年 RMB 人民幣元 (Unaudited) (未經審核)	2019 二零一九年 RMB 人民幣元 (Unaudited) (未經審核)
Profit attributable to equity owners of the Company	本公司權益擁有人應佔溢利	7,667,963	11,698,166

### 8. 每股盈利

#### 每股基本盈利

期內每股基本盈利乃根據下列數據計算：

		Three months ended 31 March 截至三月三十一日止三個月	
		2020 二零二零年 RMB 人民幣元 (Unaudited) (未經審核)	2019 二零一九年 RMB 人民幣元 (Unaudited) (未經審核)
Profit attributable to equity owners of the Company	本公司權益擁有人應佔溢利	7,667,963	11,698,166

		Numbers of shares 股份數目	
		Three months ended 31 March 截至三月三十一日止三個月	
		2020 二零二零年 (Unaudited) (未經審核)	2019 二零一九年 (Unaudited) (未經審核)
Weighted average number of ordinary shares for the purpose of calculating basic earnings per share	就計算每股基本盈利的普通股加權平均數目	359,340,000	359,340,000

#### Diluted earnings per share

There were no potential dilutive ordinary shares outstanding during the three months ended 31 March 2020 and 2019, respectively, and hence the diluted earnings per share are the same as the basic earnings per share.

#### 每股攤薄盈利

截至二零二零年及二零一九年三月三十一日止三個月，概無發行在外的潛在攤薄普通股。因此，每股攤薄盈利與每股基本盈利相同。

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

## 簡明綜合財務報表附註

For the three months ended 31 March 2020 截至二零二零年三月三十一日止三個月

### 9. DIVIDENDS

On 27 March 2020, the Board proposed to pay the final dividend of RMB0.05 per share for the year ended 31 December 2019.

No dividends were paid during the Reporting Period (three months ended 31 March 2019: nil). The Directors do not recommend the payment of a dividend in respect of the Reporting Period (three months ended 31 March 2019: nil).

### 9. 股息

於二零二零年三月二十七日，董事會建議派付截至二零一九年十二月三十一日止年度之末期股息每股人民幣0.05元。

於報告期內並無派付任何股息(截至二零一九年三月三十一日止三個月：無)。董事不建議就報告期間派付股息(截至二零一九年三月三十一日止三個月：無)。

### 10. CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the three months ended 31 March 2020

### 10. 簡明綜合權益變動表

截至二零二零年三月三十一日止三個月

		Equity attributable to owners of the Company					
		本公司擁有人應佔權益					
		Share capital	Merger reserve	Capital reserve	Statutory reserve	Retained profits	Total equity
		股本	合併儲備	資本儲備	法定儲備	保留溢利	權益總額
		RMB	RMB	RMB	RMB	RMB	RMB
		人民幣元	人民幣元	人民幣元	人民幣元	人民幣元	人民幣元
<b>At 1 January 2019</b>	於二零一九年一月一日	359,340,000	1,582,035	31,096,839	9,469,747	54,409,792	455,898,413
Profit and total comprehensive income for the period	期內溢利及全面收入總額	-	-	-	-	11,698,166	11,698,166
<b>At 31 March 2019</b>	於二零一九年三月三十一日	359,340,000	1,582,035	31,096,839	9,469,747	66,107,958	467,596,579
<b>At 1 January 2020</b>	於二零二零年一月一日	<b>359,340,000</b>	<b>1,582,035</b>	<b>31,096,839</b>	<b>12,946,999</b>	<b>69,026,741</b>	<b>473,992,614</b>
Profit and total comprehensive income for the period	期內溢利及全面收入總額	-	-	-	-	<b>7,667,963</b>	<b>7,667,963</b>
<b>At 31 March 2020</b>	於二零二零年三月三十一日	<b>359,340,000</b>	<b>1,582,035</b>	<b>31,096,839</b>	<b>12,946,999</b>	<b>76,694,704</b>	<b>481,660,577</b>

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### BUSINESS REVIEW

The Group continued to engage in the provision of finance leasing, factoring, advisory services and customer referral services and the supply of medical equipment in the PRC.

In 2020, China's manufacturing industry is in an overall downward cycle. Due to the impact of the global outbreak of COVID-19, there were more uncertainties regarding the economic development. To reduce credit risk and to improve assets quality, the Company will slow down its business expansion in 2020 after due consideration, and shift its focus from business development to corporate assets safety management to cope with the uncertainties of the economic environment. During the Reporting Period, the Group strengthened its communication with its existing customers and monitored their repayment status in real time to enhance the Company's comprehensive ability to resist risks and to cope with the adverse effects of economic fluctuations. In a market environment with severe financial risks, the Group will also closely monitor the changes in market of the industries involved and timely adjust its business strategies to address all expected risks. The Group will prioritize risk management and risk investigation ability issues as well as strengthen its asset management capabilities and team management, so as to enhance the Company's comprehensive strength effectively.

### 業務回顧

本集團繼續於中國從事提供融資租賃、保理、諮詢服務及客戶轉介服務及供應醫療設備等業務。

2020年中國製造業處於整體下行週期，受全球新冠疫情大爆發影響，經濟發展增加了更多不確定性因素。經謹慎考慮，本公司將放緩2020年業務拓展節奏。面對不確定的外部經濟環境，本公司將把重點從業務拓展轉移到公司資產安全管理，致力於提高資產質量降低信貸風險。於報告期內，本集團加強與現有客戶的溝通，實時監控其還款狀況，增強本公司抵抗風險綜合能力，以應對經濟波動的不利影響。在金融風險較為嚴峻的市場環境下，本集團也將密切關注所涉及行業市場變化，及時調整業務策略應對所有可見風險。同時，本集團將風險管理和風險調查能力視為首要關注點，強化資產管理能力，提升團隊管理水平，切實增強公司綜合實力。

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### FINANCIAL REVIEW

#### Overall performance

During the Reporting Period, the Group maintained a growth in its revenue and recorded a revenue of approximately RMB42.10 million, representing an increase of approximately 35.37% from approximately RMB31.10 million for the same period of last year. The increase was mainly due to the increase in medical trading income. During the Reporting Period, the Group recorded a profit of approximately RMB7.67 million, representing a decrease of approximately 34.44% from approximately RMB11.70 million for the same period of last year. The decrease was mainly due to the increase in provision for impairment loss on accounts receivable in light of the risk of the COVID-19 pandemic.

#### Direct costs

The Group's main cost items were interest expenses on bank borrowing and medical trading cost. During the Reporting Period, the Group's direct costs amounted to approximately RMB19.45 million, representing an increase of approximately 240.03% from approximately RMB5.72 million for the same period of last year, which was mainly due to the increase in the direct cost of the supply of medical equipment.

#### Other income and gains

Other income and gains represented net of bank interest income, recharge of insurance premium, penalty charged to customers, maintenance service income and imputed interest income on trade receivables, after deducting change in fair value of derivative financial liabilities and miscellaneous expenses. During the Reporting Period, the Group's other income and gains amounted to approximately RMB0.60 million, representing a decrease of approximately 14.29% from approximately RMB0.70 million for the same period of last year.

### 財務回顧

#### 整體表現

於報告期內，本集團保持收益增長，錄得收益約為人民幣42.10百萬元，較上年同期約為人民幣31.10百萬元增加約35.37%。增加主要由醫療貿易收入增加所致。於報告期內，本集團錄得利潤約人民幣7.67百萬元，較上年同期約人民幣11.70百萬元下降約34.44%。下降主要由於新冠疫情風險導致應收賬款減值虧損撥備增加所致。

#### 直接成本

本集團主要成本賬項為銀行借款利息開支和醫療貿易成本。於報告期內，本集團直接成本約為人民幣19.45百萬元，較上年同期約為人民幣5.72百萬元增加約240.03%，主要由於醫療設備供應的直接成本增加所致。

#### 其他收入及收益

其他收入及收益指扣除衍生金融負債之公平值變動及雜項開支後的銀行利息收入、保險費補還、收取客戶罰款、保養服務收入及貿易應收款項的推算利息收入的淨額。於報告期內，本集團其他收入及收益約為人民幣0.60百萬元，較上年同期約為人民幣0.70百萬元減少約14.29%。

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### Operating expenses

During the Reporting Period, the Group's operating expenses amounted to approximately RMB3.76 million, representing an increase of approximately 4.16% from approximately RMB3.61 million for the same period of last year, which was largely comparable to that for the same period of last year.

### Administrative expenses

During the Reporting Period, the Group's administrative expenses amounted to approximately RMB7.48 million, representing a decrease of approximately 6.50% from approximately RMB8.00 million for the same period of last year.

### Provision for/(reversal of) impairment loss

During the Reporting Period, the Group's impairment loss on accounts receivable was approximately RMB2.11 million, while reversal of impairment loss on accounts receivable was approximately RMB1.15 million for the same period of last year, which was mainly due to the provision being made based on a prudently estimated percentage in light of the COVID-19 pandemic.

### Income tax expense

During the Reporting Period, the Group's income tax expense was approximately RMB2.23 million, representing a decrease of approximately 43.40% from approximately RMB3.94 million for the same period of last year, which was mainly due to the decrease in total profit.

### 經營開支

於報告期內，本集團經營開支約為人民幣3.76百萬元，較上年同期約為人民幣3.61百萬元增加約4.16%，基本與去年同期相當。

### 行政開支

於報告期內，本集團行政開支約為人民幣7.48百萬元，較去年同期的約人民幣8.00百萬元減少約6.50%。

### 減值虧損撥備／(撥回)

於報告期內，本集團應收賬款減值虧損約為人民幣2.11百萬元，而去年同期之應收賬款減值虧損撥回約為人民幣1.15百萬元，此乃主要由於新冠疫情導致撥備按謹慎預估之百分比計提。

### 所得稅開支

於報告期內，本集團所得稅開支約為人民幣2.23百萬元，較去年同期的約人民幣3.94百萬元減少約43.40%，此乃主要由於利潤總額下降所致。

## CORPORATE GOVERNANCE AND OTHER INFORMATION

### 企業管治及其他資料

#### CORPORATE GOVERNANCE

##### Compliance with Corporate Governance Code

The Group is committed to achieving high standards of corporate governance and a high level of transparency to safeguard the interests of the shareholders of the Company (the “**Shareholders**”) and enhance its corporate value by observing the principles and code provisions of the corporate governance code (the “**CG Code**”) contained in Appendix 15 to the GEM Listing Rules. During the Reporting Period, the Group had complied with all the code provisions as set out in the CG Code.

##### Audit Committee

The audit committee of the Company consists of three independent non-executive Directors, namely Mr. Fung Che Wai Anthony (the chairman of the audit committee), Mr. Hon Leung and Mr. Liu Shengwen. The audit committee, together with the management of the Company, has reviewed the accounting principles and policies adopted by the Group and the unaudited condensed consolidated quarterly financial statements for the Reporting Period, together with this report.

##### Required Standard of Dealings

The Company has adopted a code of conduct (the “**Code of Conduct**”) for securities transactions by Directors and supervisors of the Company (the “**Supervisors**”) on terms no less exacting than the required standard of dealings as set out in Rules 5.48 to 5.67 of the GEM Listing Rules. Specific enquiries have been made to all the Directors and the Supervisors, and all the Directors and the Supervisors have confirmed that they had complied with the Code of Conduct throughout the Reporting Period.

#### 企業管治

##### 遵守企業管治守則

本集團致力於建立高質素的企業管治水平及高透明度以保障本公司股東(「**股東**」)利益及增加企業價值，並遵循GEM上市規則附錄十五所載企業管治守則(「**企業管治守則**」)的原則及守則條文。於報告期內，本集團一直遵守企業管治守則所載之所有守則條文。

##### 審核委員會

本公司審核委員會由三名獨立非執行董事組成，即馮志偉先生(審核委員會主席)、韓亮先生及劉升文先生。本公司審核委員會連同管理層已審閱本集團所採納的會計原則及政策，以及報告期內未經審核簡明綜合季度財務報表及本報告。

##### 買賣必守標準

本公司已採納有關董事及本公司監事(「**監事**」)進行證券交易的行為守則(「**行為守則**」)，其條款不遜於GEM上市規則第5.48至5.67條所載的買賣必守標準。本公司已向全體董事及監事作出特定查詢，全體董事及監事已確認於報告期內均已遵守行為守則。



# CORPORATE GOVERNANCE AND OTHER INFORMATION

## 企業管治及其他資料

### DISCLOSURE OF INTEREST

#### Interests and short positions held by substantial Shareholders and other persons in the shares and underlying shares of the Company

As at 31 March 2020, to the best knowledge of the Directors, the following persons or corporations (other than the Directors, Supervisors or chief executives of the Company) had or were deemed to have interests or short position in the shares and underlying shares of the Company which were recorded in the register required to be kept by the Company pursuant to Section 336 of the SFO:

### 權益披露

#### 主要股東及其他人士於本公司股份及相關股份中的權益和淡倉

於二零二零年三月三十一日，據董事所知，以下人士或法團（本公司董事、監事及最高行政人員除外）於本公司股份及相關股份中擁有或被視為擁有已記錄於本公司根據證券及期貨條例第336條而須備存的登記冊內之權益或淡倉：

Name of Shareholder	Class of shares	Nature of interest	Number of shares held in the relevant class shares of the Company <sup>(1)</sup> 於本公司相關類別股份持有的股份數目 <sup>(1)</sup>	Percentage (approximate)	Number of shares held in the total share capital of the Company <sup>(1)</sup> 於本公司股本總額持有的股份數目 <sup>(1)</sup>	Percentage (approximate)
股東名稱／姓名	股份類別	權益性質		百分比 (概約)		百分比 (概約)
Hong Kong Shanshan Resources Company Limited [“Shanshan HK”] <sup>(2) (3) (4) (5)</sup>	Unlisted foreign shares	Beneficial owner	149,500,000 (L)	100%	149,500,000 (L)	41.60%
香港杉杉資源有限公司 (「杉杉香港」) <sup>(2)(3)(4)(5)</sup>	非上市外資股	實益擁有人				
Ningbo Shanshan Co., Ltd. [“Shanshan”] <sup>(2)</sup>	Unlisted foreign shares	Interest of a controlled corporation	149,500,000 (L)	100%	149,500,000 (L)	41.60%
寧波杉杉股份有限公司 (「杉杉股份」) <sup>(2)</sup>	非上市外資股	受控法團的權益				
	Domestic shares	Interest of a controlled corporation	2,000,000 (L)	1.67%	2,000,000 (L)	0.56%
	內資股	受控法團的權益				

## CORPORATE GOVERNANCE AND OTHER INFORMATION

### 企業管治及其他資料

Name of Shareholder	Class of shares	Nature of interest	Number of shares held in the relevant class shares of the Company <sup>(1)</sup> 於本公司相關類別股份持有的股份數目 <sup>(1)</sup>	Percentage (approximate)	Number of shares held in the total share capital of the Company <sup>(1)</sup> 於本公司股本總額持有的股份數目 <sup>(1)</sup>	Percentage (approximate)
股東名稱/姓名	股份類別	權益性質		百分比(概約)		百分比(概約)
Shanshan Group Co., Ltd. [“Shanshan Group”] <sup>(3)</sup> 杉杉集團有限公司 (「杉杉集團」) <sup>(3)</sup>	Unlisted foreign shares 非上市外資股	Interest of a controlled corporation 受控法團的權益	149,500,000 (L)	100%	149,500,000 (L)	41.60%
	Domestic shares 內資股	Interest of a controlled corporation 受控法團的權益	2,000,000 (L)	1.67%	2,000,000 (L)	0.56%
Ningbo Yonggang Clothing Investment Co., Ltd. [“Ningbo Yonggang”] <sup>(4)</sup> 寧波甬港服裝投資有限公司 (「寧波甬港」) <sup>(4)</sup>	Unlisted foreign shares 非上市外資股	Interest of a controlled corporation 受控法團的權益	149,500,000 (L)	100%	149,500,000 (L)	41.60%
	Domestic shares 內資股	Interest of a controlled corporation 受控法團的權益	2,000,000 (L)	1.67%	2,000,000 (L)	0.56%

## CORPORATE GOVERNANCE AND OTHER INFORMATION

### 企業管治及其他資料

Name of Shareholder	Class of shares	Nature of interest	Number of shares held in the relevant class shares of the Company <sup>(1)</sup> 於本公司相關類別股份持有的股份數目 <sup>(1)</sup>	Percentage (approximate)	Number of shares held in the total share capital of the Company <sup>(1)</sup> 於本公司股本總額持有的股份數目 <sup>(1)</sup>	Percentage (approximate)
股東名稱/姓名	股份類別	權益性質		百分比(概約)		百分比(概約)
Shanshan Holding Co., Ltd. [“Shanshan Holding”] <sup>(5)</sup> 杉杉控股有限公司 (「杉杉控股」) <sup>(5)</sup>	Unlisted foreign shares 非上市外資股	Interest of a controlled corporation 受控法團的權益	149,500,000 (L)	100%	149,500,000 (L)	41.60%
	Domestic shares 內資股	Interest of a controlled corporation 受控法團的權益	2,000,000 (L)	1.67%	2,000,000 (L)	0.56%
Ningbo Qinggang Investment Co., Ltd. [“Qinggang Investment”] <sup>(6)</sup> 寧波青剛投資有限公司 (「青剛投資」) <sup>(6)</sup>	Unlisted foreign shares 非上市外資股	Interest of a controlled corporation 受控法團的權益	149,500,000 (L)	100%	149,500,000 (L)	41.60%
	Domestic shares 內資股	Interest of a controlled corporation 受控法團的權益	2,000,000 (L)	1.67%	2,000,000 (L)	0.56%

## CORPORATE GOVERNANCE AND OTHER INFORMATION

### 企業管治及其他資料

Name of Shareholder	Class of shares	Nature of interest	Number of shares held in the relevant class shares of the Company <sup>(1)</sup> 於本公司相關類別股份持有的股份數目 <sup>(1)</sup>	Percentage (approximate)	Number of shares held in the total share capital of the Company <sup>(1)</sup> 於本公司股本總額持有的股份數目 <sup>(1)</sup>	Percentage (approximate)
股東名稱/姓名	股份類別	權益性質		百分比(概約)		百分比(概約)
Mr. Zheng Yonggang <sup>(7)</sup> 鄭永剛先生 <sup>(7)</sup>	Unlisted foreign shares 非上市外資股	Interest of a controlled corporation 受控法團的權益	149,500,000 (L)	100%	149,500,000 (L)	41.60%
	Domestic shares 內資股	Interest of a controlled corporation 受控法團的權益	2,000,000 (L)	1.67%	2,000,000 (L)	0.56%
Ms. Zhou Jiqing <sup>(7)</sup> 周繼青女士 <sup>(7)</sup>	Unlisted foreign shares 非上市外資股	Interest of a controlled corporation 受控法團的權益	149,500,000 (L)	100%	149,500,000 (L)	41.60%
	Domestic shares 內資股	Interest of a controlled corporation 受控法團的權益	2,000,000 (L)	1.67%	2,000,000 (L)	0.56%
Beijing Municipality Dayuan Tiandi Property Development Co., Ltd. ["Dayuan Tiandi"] <sup>(8)</sup> 北京大苑天地房地產開發有限公司 〔大苑天地〕 <sup>(8)</sup>	Domestic shares 內資股	Beneficial owner 實益擁有人	80,000,000 (L)	66.67%	80,000,000 (L)	22.26%

## CORPORATE GOVERNANCE AND OTHER INFORMATION

### 企業管治及其他資料

Name of Shareholder	Class of shares	Nature of interest	Number of shares held in the relevant class shares of the Company <sup>(1)</sup> 於本公司相關類別股份持有的股份數目 <sup>(1)</sup>	Percentage (approximate)	Number of shares held in the total share capital of the Company <sup>(1)</sup> 於本公司股本總額持有的股份數目 <sup>(1)</sup>	Percentage (approximate)
股東名稱／姓名	股份類別	權益性質		百分比(概約)		百分比(概約)
Mr. Zhao Dehua <sup>(8)</sup> 趙得驊先生 <sup>(8)</sup>	Domestic shares 內資股	Interest of a controlled corporation 受控法團的權益	80,000,000 (L)	66.67%	80,000,000 (L)	22.26%
Mr. Gong Liang <sup>(8)</sup> 貢亮先生 <sup>(8)</sup>	Domestic shares 內資股	Interest of a controlled corporation 受控法團的權益	80,000,000 (L)	66.67%	80,000,000 (L)	22.26%
KKC Capital SPC – KKC Capital High Growth Fund Segregated Portfolio <sup>(9)</sup>	H Shares H股	Beneficial owner 實益擁有人	9,408,000 (L)	10.47%	9,408,000 (L)	2.62%
KKC Capital Limited <sup>(10)</sup>	H Shares H股	Investment manager 投資經理	9,408,000 (L)	10.47%	9,408,000 (L)	2.62%
Tiger Capital Fund SPC – Tiger Global SP <sup>(11)</sup>	H Shares H股	Beneficial owner 實益擁有人	9,318,000 (L)	10.37%	9,318,000 (L)	2.59%
A Plus Capital Management Limited <sup>(11)</sup>	H Shares H股	Investment manager 投資經理	9,318,000 (L)	10.37%	9,318,000 (L)	2.59%

## CORPORATE GOVERNANCE AND OTHER INFORMATION

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#### Notes:

- (1) The letter "L" denotes the person's long position in the shares. As at 31 March 2020, the Company issued a total of 359,340,000 shares, including 120,000,000 domestic shares, 89,840,000 H Shares and 149,500,000 unlisted foreign shares.
- (2) Shanshan is a joint stock limited company established in the PRC whose shares are listed on the Shanghai Stock Exchange (Stock Code: 600884) and the sole shareholder of Shanshan HK. Shanshan is also indirectly interested in 40% of the equity interest of Shanghai Shanshan Chuanghui Venture Investment Management Co. Ltd. (上海杉杉創暉創業投資管理有限公司) which is the general partner of Nantong Shanshan Venture Capital Centre (Limited Partnership) (南通杉杉創業投資中心(有限合伙)) ("Nantong Shanshan"). By virtue of the SFO, Shanshan was deemed to be interested in the shares held by Shanshan HK and Nantong Shanshan.
- (3) Shanshan Group holds 32.69% of the registered share capital of Shanshan, and (together with Shanshan Holding) controls the majority of the board of directors of Shanshan. By virtue of the SFO, Shanshan Group was deemed to be interested in the shares held by Shanshan HK and Nantong Shanshan.
- (4) Ningbo Yonggang is interested in 11.94% of the registered share capital of Shanshan Group, which (together with Shanshan Holding) controls the majority of the board of directors of Shanshan. By virtue of the SFO, Ningbo Yonggang was deemed to be interested in the shares held by Shanshan HK and Nantong Shanshan.
- (5) Shanshan Holding directly holds approximately 7.18% of the registered share capital of Shanshan and indirectly holds approximately 32.69% of the registered share capital of Shanshan through (i) Ningbo Yonggang (a corporation of which Shanshan Holding is interested in 97.34% of its registered capital), and (ii) Shanshan Group (a corporation of which Shanshan Holding directly holds 61.84% and indirectly holds 11.94% through Ningbo Yonggang). By virtue of the SFO, Shanshan Holding was deemed to be interested in the shares held by Shanshan HK and Nantong Shanshan.

#### 附註：

- (1) 字母「L」指該人士於股份的好倉。於二零二零年三月三十一日，本公司總共發行了359,340,000股股份，包括120,000,000股內資股、89,840,000股H股及149,500,000股非上市外資股。
- (2) 杉杉股份是一間於中國成立的股份有限公司，其股份於上海證券交易所上市(股份代號：600884)，並為杉杉香港的唯一股東。杉杉股份亦間接擁有上海杉杉創暉創業投資管理有限公司的40%股權，而上海杉杉創暉創業投資管理有限公司則為南通杉杉創業投資中心(有限合伙)(「南通杉杉」)的普通合夥人。根據證券及期貨條例，杉杉股份被視為於杉杉香港及南通杉杉持有的股份中擁有權益。
- (3) 杉杉集團持有杉杉股份註冊股本的32.69%，並(連同杉杉控股)控制杉杉股份董事會大多數。根據證券及期貨條例，杉杉集團被視為於杉杉香港及南通杉杉持有的股份中擁有權益。
- (4) 寧波甬港持有杉杉集團註冊股本的11.94%，並(連同杉杉控股)控制杉杉股份董事會大多數。根據證券及期貨條例，寧波甬港被視為於杉杉香港及南通杉杉持有的股份中擁有權益。
- (5) 杉杉控股直接持有杉杉股份的註冊股本約7.18%及透過(i)寧波甬港(一個由杉杉控股於其註冊資本中擁有97.34%權益的法團)，及(ii)杉杉集團(一個由杉杉控股直接持有61.84%權益及透過寧波甬港間接持有11.94%權益的法團)間接持有杉杉股份的註冊股本約32.69%。根據證券及期貨條例，杉杉控股被視為於杉杉香港及南通杉杉持有的股份中擁有權益。

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- (6) *Qinggang Investment owns approximately 61.81% of the registered capital of Shanshan Holding. By virtue of the SFO, Qinggang Investment was deemed to be interested in the shares held by Shanshan HK and Nantong Shanshan.*
- (6) 青剛投資擁有杉杉控股的註冊資本約61.81%。根據證券及期貨條例，青剛投資被視為於杉杉香港及南通杉杉持有的股份中擁有權益。
- (7) *Qinggang Investment is owned as to 51% by Mr. Zheng Yonggang and 49% by Ms. Zhou Jiqing. By virtue of the SFO, Mr. Zheng Yonggang and Ms. Zhou Jiqing were deemed to be interested in the shares held by Shanshan HK and Nantong Shanshan.*
- (7) 青剛投資由鄭永剛先生及周繼青女士分別擁有51%及49%。根據證券及期貨條例，鄭永剛先生與周繼青女士被視為於杉杉香港及南通杉杉持有的股份中擁有權益。
- (8) *Dayuan Tiandi is owned as to 55% by Mr. Zhao Dehua and 45% by Mr. Gong Liang. By virtue of the SFO, Mr. Zhao Dehua and Mr. Gong Liang were deemed to be interested in the shares held by Dayuan Tiandi.*
- (8) 大苑天地由趙得驊先生與貢亮先生分別擁有55%及45%。根據證券及期貨條例，趙得驊先生與貢亮先生被視為於大苑天地持有的股份中擁有權益。
- (9) *According to the information available on the website of the Stock Exchange, 9,408,000 H Shares were held by KKC Capital SPC – KKC Capital High Growth Fund Segregated Portfolio as a beneficial owner.*
- (9) 根據聯交所網站所得資料，9,408,000股H股由KKC Capital SPC – KKC Capital High Growth Fund Segregated Portfolio作為實益擁有人持有。
- (10) *According to the information available on the website of the Stock Exchange, 9,408,000 H Shares were held by KKC Capital Limited as an investment manager.*
- (10) 根據聯交所網站所得資料，9,408,000股H股由KKC Capital Limited作為投資經理持有。
- (11) *According to the information available on the website of the Stock Exchange, 9,318,000 H Shares were held by Tiger Capital Fund SPC – Tiger Global SP as a beneficial owner and Tiger Capital Fund SPC – Tiger Global SP was directly wholly owned by A Plus Capital Management Limited.*
- (11) 根據聯交所網站所得資料，9,318,000股H股由Tiger Capital Fund SPC – Tiger Global SP作為實益擁有人持有，而Tiger Capital Fund SPC – Tiger Global SP由A Plus Capital Management Limited直接全資擁有。

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Save as disclosed above, as at 31 March 2020, the Directors were not aware of any other person or corporation which had any interest or short position in the shares or underlying shares of the Company which were recorded in the register required to be kept by the Company under Section 336 of the SFO.

#### INTERESTS AND SHORT POSITIONS HELD BY DIRECTORS, SUPERVISORS AND CHIEF EXECUTIVES OF THE COMPANY IN THE SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY AND ITS ASSOCIATED CORPORATIONS

As at 31 March 2020, the Directors, Supervisors or chief executives of the Company had the following interest and short position 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 recorded in the register required to be maintained pursuant to Section 352 of the SFO, or otherwise notified to the Company and the Stock Exchange pursuant to the required standard of dealings by directors of listed issuers as referred to in Rule 5.46 of the GEM Listing Rules (which shall be deemed to apply to the Supervisors to the same extent as it applies to the Directors):

##### Interest in the associated corporation (long position)

Name	Associated corporation	Nature of interest	Number of shares	Approximate percentage of share capital (%) 股本概約百分比(%)
姓名	相聯法團	權益性質	股份數目	
Mr. Zhuang Wei	Shanshan Holding	Interest of a controlled corporation	22,000,000	2.20
莊巍先生	杉杉控股	受控法團的權益		

Note: Mr. Zhuang Wei is deemed to be interested in the shares of Shanshan Holding held by Ningbo Meishan Bonded Port Area Longhe Investment Partnership (L.P.) (寧波梅山保港區瀧和投資合夥企業(有限合夥)), which is a corporation 99% owned by Mr. Zhuang Wei. Shanshan Holding is a controlling Shareholder of the Company.

除上文披露者外，於二零二零年三月三十一日，董事並不知悉任何其他人士或法團於本公司股份或相關股份中擁有任何已記錄於本公司根據證券及期貨條例第336條而須備存的登記冊內之權益或淡倉。

#### 董事、監事及本公司最高行政人員於本公司及其相聯法團之股份、相關股份及債權證的權益及淡倉

於二零二零年三月三十一日，董事、監事或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)的股份、相關股份及債權證中，擁有下列已記錄於根據證券及期貨條例第352條而須備存的登記冊內之權益及淡倉，或擁有根據GEM上市規則第5.46條所述上市發行人董事進行買賣的規定準則(有關規定被視為同樣適用於監事，適用程度與董事相同)已另行知會本公司及聯交所之權益及淡倉：

##### 於相聯法團之權益(好倉)

附註：莊巍先生被視為於其擁有99%權益的法團寧波梅山保港區瀧和投資合夥企業(有限合夥)所持有的杉杉控股的股份中擁有權益。杉杉控股為本公司之控股股東。



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### 企業管治及其他資料

Saved as disclosed above, none of the Directors, Supervisors and chief executives of the Company had an interest and short position which were recorded in the register required to be kept under Section 352 of the SFO, or otherwise notified to the Company and the Stock Exchange pursuant to the required standard of dealings by directors of listed issuers as referred to in Rules 5.46 to 5.67 of the GEM Listing Rules (which shall be deemed to apply to the Supervisors to the same extent as it applies to the Directors).

#### DIVIDEND

On 27 March 2020, the Board proposed to pay the final dividend of RMB0.05 per share for the year ended 31 December 2019. The Board did not recommend any dividend for the Reporting Period (three months ended 31 March 2019: nil).

#### COMPETING INTERESTS

The Directors have confirmed that, as at 31 March 2020, none of the Directors, controlling Shareholders and their respective close associates (as defined in the GEM Listing Rules) had any interests in any business (other than that of the Group) which competes or may compete with the business of the Group or any other conflicts of interest which such person has or may have with the Group which must be disclosed in this report.

除上文所披露者外，概無任何董事、監事及本公司最高行政人員擁有已記錄於根據證券及期貨條例第352條而須備存的登記冊內之權益及淡倉，或擁有根據GEM上市規則第5.46至5.67條所述上市發行人董事進行買賣的規定準則(有關規定被視為同樣適用於監事，適用程度與董事相同)已另行知會本公司及聯交所之權益及淡倉。

#### 股息

於二零二零年三月二十七日，董事會建議派付截至二零一九年十二月三十一日止年度之末期股息每股人民幣0.05元。董事會不建議就報告期間派付任何股息(截至二零一九年三月三十一日止三個月：無)。

#### 競爭權益

董事確認，於二零二零年三月三十一日，概無董事、控股股東或彼等各自的緊密聯繫人(定義見GEM上市規則)於與本集團業務構成或可能構成競爭的任何業務(本集團業務除外)中擁有權益，亦無與本集團有或可能有任何其他利益衝突而須在本報告中披露。

## CORPORATE GOVERNANCE AND OTHER INFORMATION

### 企業管治及其他資料

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

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

On behalf of the Board  
**FY Financial (Shenzhen) Co., Ltd.**  
**Mr. Zhuang Wei**  
*Chairman*

Hong Kong, 11 May 2020

As at the date of this report, the Board comprises:

*Executive Directors:*

Mr. Li Peng (李鵬)  
Mr. Weng Jianxing (翁建興)  
Ms. Wang Ying (王瑩)

*Non-executive Directors:*

Mr. Zhuang Wei (莊巍)  
Mr. Qian Cheng (錢程)  
Mr. Sun Luran (孫路然)

*Independent non-executive Directors:*

Mr. Fung Che Wai Anthony (馮志偉)  
Mr. Hon Leung (韓亮)  
Mr. Liu Shengwen (劉升文)

#### **購買、出售或贖回本公司上市證券**

於報告期內，本公司或其任何附屬公司概無購買、出售或贖回本公司任何上市證券。

代表董事會  
**富銀融資租賃(深圳)股份有限公司**  
主席  
**莊巍先生**

香港，二零二零年五月十一日

於本報告日期，董事會的成員如下：

*執行董事：*

李鵬先生  
翁建興先生  
王瑩女士

*非執行董事：*

莊巍先生  
錢程先生  
孫路然先生

*獨立非執行董事：*

馮志偉先生  
韓亮先生  
劉升文先生

**富銀融資租賃(深圳)股份有限公司**  
**FY Financial (Shenzhen) Co., Ltd.**

[www.fyleasing.com](http://www.fyleasing.com)

