

# 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** 第三季度業績報告  
THIRD QUARTERLY REPORT

## CHARACTERISTICS OF GEM OF THE STOCK EXCHANGE OF HONG KONG LIMITED (THE “STOCK EXCHANGE”)

GEM has been positioned as a market designed to accommodate small and mid-sized companies to which a higher investment risk may be attached than other companies listed on the Stock Exchange. Prospective investors should be aware of the potential risks of investing in such companies and should make the decision to invest only after due and careful consideration. Given that the companies listed on GEM are generally small and mid-sized companies, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities traded on the Main Board and no assurance is given that there will be a liquid market in the securities traded on GEM.

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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。

香港交易及結算所有限公司及聯交所對本報告的內容概不負責，對其準確性或完整性亦不發表任何聲明，並明確表示概不會就因本報告全部或任何部分內容而產生或因倚賴該等內容而引致的任何損失承擔任何責任。

本報告的資料乃遵照聯交所GEM證券上市規則(「**GEM上市規則**」)而刊載，旨在提供有關富銀融資租賃(深圳)股份有限公司(「**本公司**」，連同其附屬公司，「**本集團**」)的資料，本公司的董事(「**董事**」，各為一名「**董事**」)願就本報告的資料共同及個別承擔全部責任。各董事在作出一切合理查詢後，確認就彼等所知及所信，本報告所載資料在各重要方面均屬準確完備，沒有誤導或欺詐成分，且並無遺漏任何事項，足以令致本報告或其所載任何陳述產生誤導。

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# CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

## 簡明綜合全面收益表

For the nine months ended 30 September 2020 截至二零二零年九月三十日止九個月

			Three months ended		Nine months ended	
			30 September		30 September	
			截至九月三十日止三個月		截至九月三十日止九個月	
			2020	2019	2020	2019
			二零二零年	二零一九年	二零二零年	二零一九年
			RMB	RMB	RMB	RMB
			人民幣元	人民幣元	人民幣元	人民幣元
		Notes	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
		附註	(未經審核)	(未經審核)	(未經審核)	(未經審核)
<b>Revenue</b>	<b>收益</b>	5	<b>19,664,768</b>	32,578,157	<b>88,913,633</b>	111,169,125
Direct costs	直接成本		<b>(3,772,838)</b>	[6,871,221]	<b>(30,497,118)</b>	[29,296,190]
<b>Gross profit</b>	<b>毛利</b>		<b>15,891,930</b>	25,706,936	<b>58,416,515</b>	81,872,935
Other income, gains and losses	其他收入、收益及虧損	5	<b>1,724,412</b>	[884,799]	<b>3,984,298</b>	[352,950]
Operating expenses	經營開支		<b>(2,108,662)</b>	[6,537,006]	<b>(10,233,165)</b>	[15,978,759]
Administrative expenses	行政開支		<b>(9,343,909)</b>	[9,538,790]	<b>(24,670,600)</b>	[25,560,676]
Provision for impairment loss on accounts receivable, net	應收賬款減值虧損撥備淨額		<b>(2,435,863)</b>	[2,449,548]	<b>(6,315,945)</b>	[779,100]
<b>Profit before income tax</b>	<b>除所得稅前溢利</b>	6	<b>3,727,908</b>	6,296,793	<b>21,181,103</b>	39,201,450
Income tax expense	所得稅開支	7	<b>(1,167,178)</b>	[1,805,869]	<b>(5,678,168)</b>	[8,857,725]
<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>2,560,730</b>	4,490,924	<b>15,502,935</b>	30,343,725
			<b>RMB cents</b>	<b>RMB cents</b>	<b>RMB cents</b>	<b>RMB cents</b>
			人民幣分	人民幣分	人民幣分	人民幣分
<b>Earnings per share:</b>	<b>每股盈利：</b>	8				
- Basic	- 基本		<b>0.7</b>	1.2	<b>4.3</b>	8.4
- Diluted	- 攤薄		<b>0.7</b>	1.2	<b>4.3</b>	8.4

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

## 簡明綜合財務報表附註

For the nine months ended 30 September 2020 截至二零二零年九月三十日止九個月

### 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 ("H Shares") have been listed on GEM of the Stock Exchange since 23 May 2017.

The Company is principally engaged in the provision of finance leasing and advisory services. 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.

As 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.

### 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。自二零一七年五月二十三日起，本公司的境外上市外資股股份(「H股」)已於聯交所GEM上市。

本公司主要從事提供融資租賃及諮詢服務。本集團主要在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寧波青剛投資有限公司(一家於中國成立的有限公司)。

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

## 簡明綜合財務報表附註

For the nine months ended 30 September 2020 截至二零二零年九月三十日止九個月

### 2. BASIS OF PRESENTATION

The condensed consolidated financial statements for the nine months ended 30 September 2020 (the “Reporting Period”) have been prepared in accordance with all applicable Hong Kong Financial Reporting Standards (“HKFRSs”), Hong Kong Accounting Standards (“HKASs”) and Interpretations (hereinafter collectively referred to as the “HKFRS”) and the disclosure requirements of the Hong Kong Companies Ordinance (Chapter 622 of the Laws of Hong Kong). In addition, the condensed consolidated financial statements include applicable disclosures required by the GEM Listing Rules.

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.

### 2. 編製基準

截至二零二零年九月三十日止九個月(「報告期」)的簡明綜合財務報表已根據所有適用香港財務報告準則(「香港財務報告準則」)、香港會計準則(「香港會計準則」)及詮釋(下文統稱為「香港財務報告準則」)以及香港法例第622章香港公司條例的披露規定而編製。此外，簡明綜合財務報表包括GEM上市規則規定的適用披露。

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。

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

## 簡明綜合財務報表附註

For the nine months ended 30 September 2020 截至二零二零年九月三十日止九個月

### 2. BASIS OF PRESENTATION (Continued)

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.

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.

### 2. 編製基準(續)

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)。

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。

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

## 簡明綜合財務報表附註

For the nine months ended 30 September 2020 截至二零二零年九月三十日止九個月

### 3. ADOPTION OF NEW/REVISED HONG KONG FINANCIAL REPORTING STANDARDS (“HKFRSs”)

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

- 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
- Conceptual Framework for Financial Reporting (Revised)

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

### 3. 採納新訂／經修訂香港財務報告準則(「香港財務報告準則」)

香港會計師公會已頒佈若干於本集團本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：重大的定義
- 財務報告的概念框架(經修訂)

自二零二零年一月一日起生效的新訂或經修訂的香港財務報告準則並無對本集團的會計政策產生任何重大影響。



# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

## 簡明綜合財務報表附註

For the nine months ended 30 September 2020 截至二零二零年九月三十日止九個月

### 3. ADOPTION OF NEW/REVISED HONG KONG FINANCIAL REPORTING STANDARDS (“HKFRSs”)

(Continued)

#### Amendments to HKFRS 3: *Definition of a Business*

The amendments clarify that a business must include, as a minimum, an input and a substantive process that together significantly contribute to the ability to create outputs, together with providing extensive guidance on what is meant by a “substantive process”. Additionally, the amendments remove the assessment of whether market participants are capable of replacing any missing inputs or processes and continuing to produce outputs, whilst narrowing the definition of “outputs” and a “business” to focus on returns from selling goods and services to customers, rather than on cost reductions. An optional concentration test has also been added that permits a simplified assessment of whether an acquired set of activities and assets is not a business. These amendments had no impact on the consolidated financial statements of the Group, but may impact future periods should the Group enter into any business combinations.

#### Amendments to HKFRS 7, HKFRS 9 and HKAS 39: *Interest Rate Benchmark Reform*

The amendments modify some specific hedge accounting requirements to provide relief from potential effects of the uncertainties caused by interest rate benchmark reform. In addition, the amendments require companies to provide additional information to investors about their hedging relationships which are directly affected by these uncertainties. These amendments had no impact on the consolidated financial statements of the Group as it does not have any interest rate hedge relationships.

### 3. 採納新訂／經修訂香港財務報告準則(「香港財務報告準則」)(續)

#### 香港財務報告準則第3號修訂本：業務的定義

該等修訂本澄清業務必須包括至少一項投入及一個實質性過程，而兩者對創造產出之能力有重大貢獻，並對「實質性過程」之定義提供廣泛指引。此外，該等修訂本取消市場參與者是否有能力取代任何缺失之投入或過程及持續產出之評估，同時收窄「產出」及「業務」之定義範圍，重點關注向客戶銷售商品及服務所得之回報而非降低成本。該修訂本亦加入選擇性之集中度測試，允許簡化所收購之一組活動及資產是否並非業務之評估。該等修訂本對本集團的綜合財務報表並無任何影響，惟倘本集團進行任何業務合併，則可能對未來期間產生影響。

#### 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

該等修訂本對部分特定對沖會計處理規定作出修訂，以緩解利率基準改革引起的不明朗因素帶來的潛在影響。此外，該等修訂本要求公司向投資者提供有關直接受該等不明朗因素影響的對沖關係之額外資料。由於本集團並無任何利率對沖關係，該等修訂本對本集團的綜合財務報表並無造成影響。

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

## 簡明綜合財務報表附註

For the nine months ended 30 September 2020 截至二零二零年九月三十日止九個月

### 3. ADOPTION OF NEW/REVISED HONG KONG FINANCIAL REPORTING STANDARDS (“HKFRSs”)

(Continued)

#### Amendments to HKAS 1 and HKAS 8: *Definition of Material*

The amendments clarify the definition and explanation of “material”, aligning the definition across all HKFRS and the Conceptual Framework, and incorporating supporting requirements in HKAS 1 into the definition.

These amendments had no impact on the consolidated financial statements of, nor is there expected to be any future impact to the Group.

#### Conceptual Framework for Financial Reporting (Revised)

The revised Framework is not a Standard nor an Accounting Guideline. It does not override any Standard, any requirement in a Standard or Accounting Guideline. The revised Framework includes: new chapters on measurement and reporting financial performance; new guidance on derecognition of assets and liabilities; updated definitions of asset and liability; and clarifications in the roles of stewardship, prudence and measurement uncertainty in financial reporting.

### 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.

### 3. 採納新訂／經修訂香港財務報告準則(「香港財務報告準則」)(續)

#### 香港會計準則第1號及香港會計準則第8號修訂本：重大的定義

該等修訂本澄清「重大」的定義及解釋，與所有香港財務報告準則及概念框架的定義相同，且將香港會計準則第1號的支持性規定納入定義。

該等修訂本對本集團的綜合財務報表並無任何影響，預計亦不會對本集團產生任何未來影響。

#### 財務報告的概念框架(經修訂)

經修訂框架並非準則或會計指引。其並無凌駕於任何準則、準則或會計指引的任何規定。經修改框架包括：有關計量及報告財務表現的新章節；有關取消確認資產及負債的新指引；資產及負債的最新定義；及澄清財務報告中管理、謹慎及計量不確定性的作用。

### 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 nine months ended 30 September 2020 截至二零二零年九月三十日止九個月

### 5. REVENUE AND OTHER INCOME, GAINS AND LOSSES

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

### 5. 收益及其他收入、收益及虧損

本集團主要活動所得收益及其他收入、收益及虧損的分析如下：

		Three months ended 30 September		Nine months ended 30 September	
		截至九月三十日止三個月	截至九月三十日止三個月	截至九月三十日止九個月	截至九月三十日止九個月
		2020	2019	2020	2019
		二零二零年	二零一九年	二零二零年	二零一九年
		RMB	RMB	RMB	RMB
		人民幣元	人民幣元	人民幣元	人民幣元
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)	(未經審核)	(未經審核)
<b>Revenue</b>	<b>收益</b>				
Finance lease income	融資租賃收入	5,312,955	11,404,692	23,334,113	48,595,933
Income from sale-leaseback transactions	售後租回交易收入	7,295,180	6,535,424	24,639,110	10,628,052
Factoring income	保理收入	4,938,923	7,341,667	17,789,876	19,419,192
Commission income	佣金收入	-	139,989	-	941,575
Advisory service fee income	諮詢服務費收入	2,117,710	7,818,680	5,651,449	21,967,984
Sales of goods	銷售商品	-	[662,295]	17,499,085	9,616,389
		19,664,768	32,578,157	88,913,633	111,169,125
<b>Other income, gains and losses</b>	<b>其他收入、收益及虧損</b>				
Bank interest income	銀行利息收入	179,889	156,073	955,222	299,353
Government grant (note b)	政府補助(附註b)	-	-	436,004	-
Loss on disposal of plant and equipment	出售廠房及設備的虧損	(50)	[264]	(40,756)	[264]
Recharge of insurance premium (note a)	保險費補還(附註a)	125,578	28,646	287,022	852,496
Maintenance income	維護收入	587,264	259,434	1,452,830	683,962
Imputed interest income	推算利息收入	347,032	296,818	837,784	959,113
Penalty income	罰金收入	349,472	420,649	1,061,828	1,097,311
Change in fair value of derivative financial instruments	衍生金融工具的公平值變動	(5,099)	[2,235,937]	(1,592,617)	(3,893,937)
Others	其他	140,326	189,782	586,981	(350,984)
		1,724,412	[884,799]	3,984,298	[352,950]

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.
- (b) The government grant was received from local government authorities of which the entitlement was under the discretion of the relevant authorities before period end. There is no unfulfilled conditions and other contingencies attaching to the government grant that has been recognised.

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。
- (b) 政府補助由地方政府機構授予，享有權於期末前由相關機構酌情釐定。並無有關已確認政府補助的未達成條件及其他或然事項。

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

## 簡明綜合財務報表附註

For the nine months ended 30 September 2020 截至二零二零年九月三十日止九個月

### 6. PROFIT BEFORE INCOME TAX

### 6. 除所得稅前溢利

		Three months ended 30 September 截至九月三十日止三個月		Nine months ended 30 September 截至九月三十日止九個月	
		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)	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)
<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>3,772,838</b>	7,021,221	<b>14,491,684</b>	21,280,894
- Interest expenses on interest-bearing bank and other borrowings**	一計息銀行及其他借款的利息開支**	<b>3,547,287</b>	5,053,174	<b>11,575,226</b>	15,216,592
- Bank charges and other expenses	一銀行手續費及其他開支	<b>180,456</b>	28,183	<b>889,810</b>	60,839
- Interest expenses on lease liabilities	一租賃負債的利息開支	<b>29,592</b>	94,497	<b>67,666</b>	165,038
- Interest charge on amount due to an intermediate holding company**	一應付一家中介控股公司款項的利息費用**	<b>15,503</b>	1,845,367	<b>1,958,982</b>	5,838,425
Cost of inventories sold	已售存貨成本	-	(150,000)	<b>16,005,434</b>	8,015,296
Depreciation of plant and equipment*	廠房及設備折舊*	<b>189,784</b>	168,393	<b>596,579</b>	423,368
Depreciation of right-of-use assets	使用權資產折舊	<b>381,176</b>	701,760	<b>1,006,209</b>	1,736,192
Bad debts written off	壞賬撇銷	<b>1,073,610</b>	1,588,567	<b>1,073,610</b>	1,588,567
Impairment loss on accounts receivable, net	應收賬款減值虧損，淨額	<b>2,435,863</b>	2,449,548	<b>6,315,945</b>	779,100
Expense relating to short-term leases	與短期租賃有關的開支	<b>105,403</b>	25,745	<b>366,156</b>	161,956
Gain on modification of leases	修改租賃的收益	<b>(107,712)</b>	-	<b>(53,856)</b>	-
Loss on disposal of plant and equipment	出售廠房及設備的虧損	<b>50</b>	264	<b>40,756</b>	264
Exchange (gain)/loss	匯兌(收益)/虧損	<b>(79,238)</b>	409,608	<b>(82,330)</b>	534,960
Staff costs (including directors' emoluments) comprise:	員工成本(包括董事酬金)包括：	<b>3,748,684</b>	8,349,422	<b>17,732,080</b>	24,867,830
- Salaries, allowances and benefits in kind	一薪金、津貼及實物利益	<b>3,049,418</b>	6,862,743	<b>11,786,848</b>	19,609,312
- Discretionary bonuses	一酌情花紅	<b>80,309</b>	46,002	<b>1,900,199</b>	1,255,711
- Contributions to defined contribution retirement plan	一向已界定供款退休計劃供款	<b>342,288</b>	1,440,677	<b>1,227,058</b>	4,002,807
- Termination benefit	一離職福利	<b>276,669</b>	-	<b>2,817,975</b>	-

\* Depreciation charges are recognised in the condensed consolidated statement of comprehensive income as administrative expenses for the three months and nine months ended 30 September 2020 and 2019, respectively.

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

\* 折舊開支分別於截至二零二零年及二零一九年九月三十日止三個月及九個月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。

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

## 簡明綜合財務報表附註

For the nine months ended 30 September 2020 截至二零二零年九月三十日止九個月

### 7. INCOME TAX EXPENSE

### 7. 所得稅開支

		Three months ended		Nine months ended	
		30 September		30 September	
		截至九月三十日止三個月		截至九月三十日止九個月	
		2020	2019	2020	2019
		二零二零年	二零一九年	二零二零年	二零一九年
		RMB	RMB	RMB	RMB
		人民幣元	人民幣元	人民幣元	人民幣元
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)	(未經審核)	(未經審核)
<b>Income tax</b>	<b>所得稅</b>				
- Current period	- 本期間	<b>1,821,063</b>	2,486,259	<b>7,560,236</b>	10,076,984
- Under/(over)-provision in prior years	- 過往年度撥備不足/ (超額撥備)	-	214,021	-	(366,253)
<b>Deferred tax</b>	<b>遞延稅項</b>				
- Credited for the period	- 期內抵免	<b>(653,885)</b>	(894,411)	<b>(1,882,068)</b>	(853,006)
Income tax expense	所得稅開支	<b>1,167,178</b>	1,805,869	<b>5,678,168</b>	8,857,725

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 nine months ended 30 September 2020 截至二零二零年九月三十日止九個月

### 8. EARNINGS PER SHARE

#### Basic earnings per share

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

### 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 30 September 截至九月三十日止三個月		Nine months ended 30 September 截至九月三十日止九個月	
		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)	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	2,560,730	4,490,924	15,502,935	30,343,725

  

		Numbers of shares 股份數目			
		Three months ended 30 September 截至九月三十日止三個月		Nine months ended 30 September 截至九月三十日止九個月	
		2020 二零二零年 (Unaudited) (未經審核)	2019 二零一九年 (Unaudited) (未經審核)	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	359,340,000	359,340,000

There were no potential dilutive ordinary shares outstanding during the nine months ended 30 September 2020 and 2019, respectively, and hence the diluted earnings per share are the same as the basic earnings per share.

截至二零二零年及二零一九年九月三十日止九個月，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 nine months ended 30 September 2020 截至二零二零年九月三十日止九個月

### 9. DIVIDENDS

During the Reporting Period, a final dividend of RMB0.05 per share in respect of the year ended 31 December 2019 (nine months ended 30 September 2019: a final dividend of RMB0.05 per share in respect of the year ended 31 December 2018) was approved at the annual general meeting held on 18 May 2020, where a total amount of RMB17,967,000 (nine months ended 30 September 2019: RMB17,967,000) was declared and paid to the shareholders of the Company. The Directors do not recommend the payment of a dividend in respect of the Reporting Period (nine months ended 30 September 2019: nil).

### 9. 股息

於報告期內，截至二零一九年十二月三十一日止年度的末期股息每股人民幣0.05元(截至二零一九年九月三十日止九個月：截至二零一八年十二月三十一日止年度的末期股息每股人民幣0.05元)已於二零二零年五月十八日舉行的股東週年大會上獲批准，共計人民幣17,967,000元(截至二零一九年九月三十日止九個月：人民幣17,967,000元)已向本公司股東宣派及派付。董事不建議就報告期派付股息(截至二零一九年九月三十日止九個月：無)。

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

## 簡明綜合財務報表附註

For the nine months ended 30 September 2020 截至二零二零年九月三十日止九個月

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

### 10. 簡明綜合權益變動表

For the nine months ended 30 September 2020

截至二零二零年九月三十日止九個月

		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 (audited)</b>	於二零一九年一月一日(經審核)	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	-	-	-	-	30,343,725	30,343,725
2018 final dividend paid	已付二零一八年末期股息	-	-	-	-	(17,967,000)	(17,967,000)
<b>At 30 September 2019 (unaudited)</b>	於二零一九年九月三十日(未經審核)	359,340,000	1,582,035	31,096,839	9,469,747	66,786,517	468,275,138
<b>At 1 January 2020 (audited)</b>	於二零二零年一月一日(經審核)	<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	-	-	-	-	15,502,935	15,502,935
Appropriation to statutory reserve	撥入法定儲備	-	-	-	881,296	(881,296)	-
2019 final dividend paid	已付二零一九年末期股息	-	-	-	-	(17,967,000)	(17,967,000)
<b>At 30 September 2020 (unaudited)</b>	於二零二零年九月三十日(未經審核)	<b>359,340,000</b>	<b>1,582,035</b>	<b>31,096,839</b>	<b>13,828,295</b>	<b>65,681,380</b>	<b>471,528,549</b>

\* All percentages calculated in this report are calculated by increasing the number to the nearest million.

\* 本報告所計算的全部比例均以調高至最接近百萬的數目計算。



# 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, commercial factoring, advisory services and customer referral services and the supply of medical equipment in the PRC.

Since the outbreak and spread of the novel coronavirus disease (“COVID-19”) in late 2019, it has caused serious impacts across the globe with a pandemic trend overseas. Global economy declined continuously, financial risks intensified quickly, and uncertainties of economic development increased significantly. China actively responded to the impacts of factors such as the COVID-19 pandemic and the global economic slowdown, effectively contained the spread of the virus and vigorously advanced resumption of work and production amid epidemic control. A number of policies were introduced to boost consumption and expand domestic demand. Therefore, the economy bottomed out and showed a full recovery trend. The Company will slow down its business expansion after due consideration. The Company will shift its focus from business expansion to corporate assets safety management, continuously optimise and improve internal operating efficiency, continue to improve the corporate governance system and comprehensive risk management system with a commitment to improve assets quality and reduce credit risks. During the Reporting Period, the Group also strengthened its market analysis on the industries that its business involved, closely tracked changes in the industry and customer operation, and improved risk management and control plans, so as to cope with the adverse impacts of economic fluctuations. On the other hand, the Group will also pay attention to industries with favorable national policies and good industry prospects, and actively explore new investment opportunities.

### 業務回顧

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

於二零一九年年末，新冠肺炎疫情的爆發和蔓延對全球造成了嚴重影響，海外疫情呈現大流行趨勢；全球經濟不斷下行，金融風險快速上升，經濟發展不穩定因素顯著增多。中國積極應對新冠肺炎疫情和全球經濟減速等因素的影響，高效阻隔病毒傳播，大力推進復工復產，出台多項政策促消費、擴內需，經濟實現觸底回升，並呈現全面恢復態勢。經謹慎考慮，本公司將放緩業務拓展節奏。本公司將把重點從業務拓展轉移到公司資產安全管理，不斷優化提升內部運營效率，持續推進完善公司治理體系和全面風險管理體系，致力於提高資產質量降低信貸風險。於報告期內，本集團亦加強業務所涉及及行業市場分析，密切跟蹤行業變化與客戶運營情況，完善風險管控方案，以應對經濟波動的不利影響。另一方面，本集團亦將關注國家政策支持、行業前景良好的產業，積極探索新的投資機會。

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### FINANCIAL REVIEW

#### Overall performance

During the Reporting Period, the Group experienced a significant decrease in its revenue and recorded a revenue of approximately RMB88.91 million, representing a decrease of approximately 20.02% from approximately RMB111.17 million for the same period of last year. The decrease in revenue was mainly due to the decrease of the Group's finance leasing and factoring business. During the Reporting Period, the Group recorded a profit of approximately RMB15.50 million, representing a decrease of approximately 48.91% from approximately RMB30.34 million for the same period of last year. The decrease was attributable to the decrease in revenue.

#### Direct costs

The Group's main cost items were interest expenses on bank borrowings. During the Reporting Period, the Group's direct costs amounted to approximately RMB30.50 million, representing an increase of approximately 4.10% from approximately RMB29.30 million for the same period of last year, which was mainly due to the increase in cost of inventories in medical trade sales.

#### Other income, gains and losses

During the Reporting Period, the Group's other income, gains and losses amounted to a gain of approximately RMB3.98 million, representing an increase of approximately 1,237.14% from a loss of approximately RMB0.35 million for the same period of last year. The increase was because of the increase in maintenance income, bank interest income and government grant, and the decrease in change in fair value of derivatives.

### 財務回顧

#### 整體表現

於報告期內，本集團收益顯著降低，錄得收益約為人民幣88.91百萬元，較上年同期約為人民幣111.17百萬元降低約20.02%。收益減少主要由於本集團融資租賃及保理業務的業務減少。於報告期內，本集團錄得利潤約人民幣15.50百萬元，較上年同期利潤約人民幣30.34百萬元下降約48.91%。下降由於收益的減少所致。

#### 直接成本

本集團主要成本賬項為銀行借款利息開支。於報告期內，本集團直接成本約為人民幣30.50百萬元，較上年同期約為人民幣29.30百萬元增加約4.10%，主要由於醫療貿易銷售存貨成本增加所致。

#### 其他收入、收益及虧損

於報告期內，本集團其他收入、收益及虧損約為收益人民幣3.98百萬元，較上年同期虧損約人民幣0.35百萬元增加約1,237.14%，增長原因是維護收入、銀行利息收入、政府補助的增加，同時由於衍生產品公允價值變動減少。

## 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 RMB10.23 million, representing a decrease of approximately 35.98% from approximately RMB15.98 million for the same period of last year, which was mainly due to the decrease in sales personnel.

#### Administrative expenses

During the Reporting Period, the Group's administrative expenses amounted to approximately RMB24.67 million, representing a decrease of approximately 3.48% from approximately RMB25.56 million for the same period of last year. The decrease was mainly due to the decrease in salaries and benefits as a result of the decrease in administrative staff.

#### Provision for impairment loss

During the Reporting Period, the Group's provision for impairment loss on accounts receivable was approximately RMB6.32 million, representing an increase of approximately 710.26% from approximately RMB0.78 million for the same period of last year, which was mainly due to the decrease in recoverable amounts of certain finance leasing projects based on management assessment.

#### Income tax expense

During the Reporting Period, the Group's income tax expense was approximately RMB5.68 million, representing a decrease of approximately 35.89% from approximately RMB8.86 million for the same period of last year, which was mainly due to the decrease in profit before income tax.

#### 經營開支

於報告期內，本集團經營開支約為人民幣10.23百萬元，較上年同期約為人民幣15.98百萬元減少約35.98%，主要由於銷售人員減少所致。

#### 行政開支

於報告期內，本集團行政開支約為人民幣24.67百萬元，較上年同期約為人民幣25.56百萬元減少約3.48%。減少主要由於行政員工減少導致薪金福利減少。

#### 減值虧損撥備

於報告期內，本集團應收賬款減值虧損撥備約為人民幣6.32百萬元，較上年同期約為人民幣0.78百萬元增加約710.26%，主要由於根據管理層評估若干融資租賃項目可收回金額減少所致。

#### 所得稅開支

於報告期內，本集團所得稅開支約為人民幣5.68百萬元，較上年同期約為人民幣8.86百萬元下降約35.89%，主要由於除所得稅前溢利減少所致。

## 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 (the “**Audit Committee**”) 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 of the Group for the Reporting Period, together with the quarterly report of the Company for the nine months ended 30 September 2020.

##### Required Standard of Dealings

The Company has adopted a code of conduct (the “**Code of Conduct**”) for securities transactions by the Directors and the 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(「**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。審核委員會連同本公司管理層已審閱本集團所採納的會計原則及政策，以及報告期內本集團未經審核簡明綜合季度財務報表，連同本公司於截至二零二零年九月三十日止九個月之季度報告。

##### 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 30 September 2020, to the best knowledge of the Directors, the following persons or corporations (other than the Directors, Supervisors or chief executive of the Company) had or were deemed to have interests or short positions in the shares and underlying shares of the Company as recorded in the register required to be kept by the Company pursuant to Section 336 of the Securities and Futures Ordinance (“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

於二零二零年九月三十日，據董事所深知，以下人士或法團（董事、監事或本公司最高行政人員除外）於本公司股份及相關股份中擁有或被視為擁有記錄於本公司根據證券及期貨條例（「證券及期貨條例」）第336條須予以存置的登記冊內之權益或淡倉：

Name of Shareholder 股東名稱／姓名	Class of shares 股份類別	Nature of interest 權益性質	Number of shares held in the relevant class of 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) 百分比(概約)	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) 百分比(概約)
Hong Kong Shanshan Resources Company Limited [“Shanshan HK”] <sup>(2) (3) (4) (5)</sup> 香港杉杉資源有限公司 (「杉杉香港」) <sup>(2) (3) (4) (5)</sup>	Unlisted foreign shares 非上市外資股	Beneficial owner 實益擁有人	149,500,000 (L)	100%	149,500,000 (L)	41.60%
Ningbo Shanshan Co., Ltd. [“Shanshan”] <sup>(2)</sup> 寧波杉杉股份有限公司(「杉杉」) <sup>(2)</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 股東名稱/姓名	Class of shares 股份類別	Nature of interest 權益性質	Number of shares held in the relevant class of 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) 百分比(概約)	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) 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 股東名稱/姓名	Class of shares 股份類別	Nature of interest 權益性質	Number of shares held in the relevant class of 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) 百分比(概約)	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) 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 股東名稱/姓名	Class of shares 股份類別	Nature of interest 權益性質	Number of shares held in the relevant class of 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) 百分比(概約)	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) 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> 北京市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 股東名稱/姓名	Class of shares 股份類別	Nature of interest 權益性質	Number of shares held in the relevant class of 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) 百分比(概約)	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) 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

### 企業管治及其他資料

#### Notes:

- (1) The letter "L" denotes the person's long position in the shares. As at 30 September 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 was 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 was 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 held 32.69% of the registered share capital of Shanshan, and (together with Shanshan Holding) controlled 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 was interested in 10.44% of the registered share capital of Shanshan Group, which (together with Shanshan Holding) controlled 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 held approximately 7.18% of the registered share capital of Shanshan and indirectly held approximately 32.69% of the registered share capital of Shanshan through (i) Ningbo Yonggang (a corporation of which Shanshan Holding was interested in 97.34% of its registered capital), and (ii) Shanshan Group (a corporation of which Shanshan Holding directly held 54.08% and indirectly held 10.44% 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.
- (6) Qinggang Investment owned 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.

#### 附註：

- (1) 字母「L」指該人士於股份的好倉。於二零二零年九月三十日，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」)的一般合夥人。根據證券及期貨條例，杉杉被視為於杉杉香港及南通杉杉持有的股份中擁有權益。
- (3) 杉杉集團持有杉杉註冊股本的32.69%，並(連同杉杉控股)控制杉杉董事會大多數。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10.44%，並(連同杉杉控股)控制杉杉董事會大多數。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54.08%權益及透過寧波甬港間接持有10.44%權益的法團)間接持有杉杉的註冊股本約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。
- (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。

## CORPORATE GOVERNANCE AND OTHER INFORMATION

### 企業管治及其他資料

- (7) *Qinggang Investment was 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 was 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 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 investment manager.*
- (10) 根據聯交所網站所得資料，9,408,000股H股由KKC Capital Limited作為投資管理人持有。
- (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 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。

Save as disclosed above, as at 30 September 2020, the Directors were not aware of any other person or corporation which had any interests or short positions in the shares or underlying shares of the Company as recorded in the register required to be kept by the Company under Section 336 of the SFO.

除上文披露者外，於二零二零年九月三十日，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記錄於本公司根據證券及期貨條例第336條須予存置之登記冊的權益或淡倉。

## CORPORATE GOVERNANCE AND OTHER INFORMATION

### 企業管治及其他資料

#### Interests and short positions held by Directors, Supervisors and chief executive of the Company in the shares, underlying shares and debentures of the Company and its associated corporations

As at 30 September 2020, the Directors, Supervisors or chief executive of the Company who had an 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) as recorded in the register required to be kept by the Company pursuant to Section 352 of the SFO, or as 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) are listed as follows:

#### 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

於二零二零年九月三十日，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，擁有記錄於本公司根據證券及期貨條例第352條須存置之登記冊，或根據GEM上市規則第5.46條上市發行人董事進行買賣的規定準則(此等內容凡適用於董事者，應視為同等適用於監事)須另行知會本公司及聯交所的權益及淡倉列示如下：

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 莊巍先生	Shanshan Holding Co., Ltd. 杉杉控股有限公司	Interest of a controlled corporation 受控法團的權益	22,000,000	2.20

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.

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。

Saved as disclosed above, none of the Directors, Supervisors and chief executive of the Company had any interests or short positions in the shares, underlying shares or debentures of the Company as recorded in the register required to be kept by the Company under Section 352 of the SFO, or as 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).

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於本公司的股份、相關股份及債權證中，擁有任何記錄於本公司根據證券及期貨條例第352條須存置之登記冊，或根據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(此等內容凡適用於董事者，應視為同等適用於監事)須另行知會本公司及聯交所的權益或淡倉。

# CORPORATE GOVERNANCE AND OTHER INFORMATION

## 企業管治及其他資料

### DIVIDEND

The Board did not recommend any dividend for the Reporting Period (nine months ended 30 September 2019: nil).

### COMPETING INTERESTS

The Directors have confirmed that, as at 30 September 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.

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

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

### CHANGES IN PERSONAL PARTICULARS OF THE DIRECTORS

As at 30 September 2020, details of changes in personal particulars of the Directors, Supervisors or chief executive of the Company which were disclosed pursuant to paragraphs (a) to (e) and (g) of Rule 17.50(2) of the GEM Listing Rules are set out below:

Name of Director: Mr. Fung Che Wai Anthony (馮志偉)

Details of Changes: In October 2020, Mr. Fung was appointed as an independent non-executive director of KWG Living Group Holdings Limited (a company listed on the Stock Exchange, stock code: 3913), a comprehensive property management service provider in China.

### 股息

董事會不建議派付報告期內之任何股息(截至二零一九年九月三十日止九個月：無)。

### 競爭權益

董事確認，於二零二零年九月三十日，概無董事、控股股東及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)中擁有任何權益，該等人士與本集團亦無存在或可能存在任何其他必須於本報告披露的利益衝突。

### 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、出售或購回本公司任何上市證券。

### 董事個人資料變動

於二零二零年九月三十日，根據GEM上市規則第17.50(2)條第(a)至(e)段及第(g)段披露的董事、監事或本公司最高行政人員個人資料變動的詳情載列如下：

董事姓名：馮志偉先生

變動詳情：於二零二零年十月，馮先生獲委任為合景悠活集團控股有限公司(一家於聯交所上市的公司，股份代號：3913，為中國綜合物業管理服務供應商)之獨立非執行董事。

## CORPORATE GOVERNANCE AND OTHER INFORMATION

### 企業管治及其他資料

Save as disclosed above, as at 30 September 2020, there were no other changes in the particulars of the Directors, Supervisors or chief executive of the Company which were disclosed pursuant to paragraphs (a) to (e) and (g) of Rule 17.50(2) of the GEM Listing Rules.

除上文所披露者外，於二零二零年九月三十日，概無根據GEM上市規則第17.50(2)條第(a)至(e)段及第(g)段披露的董事、監事或本公司最高行政人員資料之其他變動。

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

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**

Hong Kong, 9 November 2020

香港，二零二零年十一月九日

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

於本報告日期，董事會的成員如下：

*Executive Directors:*

*執行董事：*

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

李鵬先生  
翁建興先生  
王瑩女士

*Non-executive Directors:*

*非執行董事：*

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

莊巍先生  
錢程先生  
孫路然先生

*Independent non-executive Directors:*

*獨立非執行董事：*

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

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.**

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