



SunCorp Technologies Limited

新確科技有限公司

(Incorporated in Bermuda with limited liability)

(於百慕達註冊成立之有限公司)

(Stock Code: 1063)

(股份代號：1063)

For the six months ended 30 June 2018
截至二零一八年六月三十日止六個月

UNAUDITED INTERIM RESULTS

The board of directors (the "Board" or "Directors") of SunCorp Technologies Limited (the "Company") presents the unaudited condensed consolidated interim results of the Company and its subsidiaries (collectively the "Group") for the six months ended 30 June 2018 together with the comparative figures in 2017, as follows:

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the six months ended 30 June 2018

未經審核中期業績

新確科技有限公司(「本公司」)董事會(「董事會」或「董事」)謹此提呈本公司及其附屬公司(統稱「本集團」)截至二零一八年六月三十日止六個月之未經審核簡明綜合中期業績，連同二零一七年之比較數字如下：

簡明綜合損益及其他全面收益表

截至二零一八年六月三十日止六個月

			2018 (Unaudited) 二零一八年 (未經審核) HK\$'000 千港元	2017 (Unaudited) 二零一七年 (未經審核) HK\$'000 千港元
Revenue	收益		123,824	175,707
Cost of sales	銷售成本		(111,897)	(159,335)
Gross profit	毛利		11,927	16,372
Other income and gains	其他收入及收益	4	70	11,702
Distribution and selling expenses	分銷及銷售開支		(1,490)	(7,558)
Operating expenses	經營開支		(12,633)	(16,918)
Realised and unrealised gain/(loss) on financial assets at fair value through profit or loss, net	按公平值計入損益之金融資產之已變現及未變現收益/(虧損)淨額		8,842	(211,719)
Finance costs	融資成本		(46)	(33)
Profit/(loss) before tax	除稅前溢利/(虧損)		6,670	(208,154)
Income tax expense	所得稅開支	5	(605)	(118)
Profit/(loss) for the period	期間溢利/(虧損)	6	6,065	(208,272)
Other comprehensive (expense)/income	其他全面(開支)/收入			
Items that may be reclassified subsequently to profit or loss:	可能於其後重新分類至損益之項目:			
Exchange differences on translating foreign operations	換算海外業務之匯兌差額			
- Exchange (losses)/gains arising during the period	一期內產生之匯兌(虧損)/收益		(39)	53
- Reclassification adjustment for the cumulative loss included in profit or loss upon disposal of foreign operations	一於出售海外業務後對計入損益之累計虧損作出重新分類調整		-	363
Reclassification adjustment for the fair value change included in profit or loss upon disposal of available-for-sale investments	於出售可供出售投資後對計入損益之公平值變動作出重新分類調整		-	(7,118)
Other comprehensive expense for the period	期間其他全面開支		(39)	(6,702)
Total comprehensive income/(expense) for the period	期間全面收入/(開支)總額		6,026	(214,974)
Earnings/(loss) per share (HK cents)	每股盈利/(虧損)(港仙)			
- Basic	一基本	7	0.04	(1.37)
- Diluted	一攤薄		0.04	(1.37)

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

簡明綜合財務狀況表

			At 30 June 2018 (Unaudited) 於二零一八年 六月三十日 (未經審核) HK\$'000 千港元	At 31 December 2017 (Audited) 於二零一七年 十二月三十一日 (經審核) HK\$'000 千港元
Non-current assets	非流動資產			
Property, plant and equipment	物業、廠房及設備		202	498
Deposits	按金		205	205
			<u>407</u>	<u>703</u>
Current assets	流動資產			
Inventories	存貨		4,042	-
Trade and other receivables	應收貿易賬款及其他應收款項	9	70,277	65,150
Bills receivable discounted with full recourse	附有全面追索權之應收貼現票據		3,715	-
Loan receivables	應收貸款	10	212,358	188,460
Held-for-trading investments	持作買賣投資		-	68,661
Financial asset at fair value through profit or loss	按公平值計入損益之金融資產		69,724	-
Bank balances and cash – Segregated accounts	銀行結餘及現金—獨立賬戶		57,873	15,390
Bank balances and cash – House accounts	銀行結餘及現金—自有賬戶		63,412	85,533
			<u>481,401</u>	<u>423,194</u>
Current liabilities	流動負債			
Trade and other payables	應付貿易賬款及其他應付款項	11	99,866	52,181
Advance drawn on bill receivable discounted with full recourse	預支附有全面追索權之應收貼現票據之墊款		3,715	-
Bank loan	銀行貸款		1,267	1,535
Current tax liabilities	即期稅項負債		1,243	640
			<u>106,091</u>	<u>54,356</u>
Net current assets	流動資產淨額		<u>375,310</u>	<u>368,838</u>
Total assets less current liabilities	總資產減流動負債		<u>375,717</u>	<u>369,541</u>
Capital and reserves	股本及儲備			
Share capital	股本	12	4,564	4,564
Reserves	儲備		371,153	364,977
Total equity	總權益		<u>375,717</u>	<u>369,541</u>

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

簡明綜合權益變動表

		Share capital 股本 HK\$'000 千港元	Share premium 股份溢價 HK\$'000 千港元	Other capital reserve 其他資本儲備 HK\$'000 千港元	Contributed surplus 繳入盈餘 HK\$'000 千港元	Translation reserve 換算儲備 HK\$'000 千港元	Investment revaluation reserve 投資重估儲備 HK\$'000 千港元	Share option reserve 購股權儲備 HK\$'000 千港元	Retained profits/ (accumulated losses) 保留溢利/ (累計虧損) HK\$'000 千港元	Total 總計 HK\$'000 千港元
At 1 January 2017 (Audited)	於二零一七年一月一日 (經審核)	4,564	57,856	14,945	441,253	(534)	7,118	22,399	44,968	592,569
Loss for the period	期間虧損	-	-	-	-	-	-	-	(208,272)	(208,272)
Other comprehensive expense for the period	期間其他全面開支									
Exchange differences on translating foreign operations	換算海外業務之匯兌差額									
- Exchange gains arising during the period	一期內產生之匯兌收益	-	-	-	-	53	-	-	-	53
- Reclassification adjustment for the cumulative loss included in profit or loss upon disposal of foreign operation	一於出售海外業務後對計入損益之累計虧損作出重新分類調整	-	-	-	-	363	-	-	-	363
- Reclassification adjustment for the fair value changes included in profit or loss upon disposal of available-for-sale investments	一於出售可供出售投資後對計入損益之公平值變動作出重新分類調整	-	-	-	-	-	(7,118)	-	-	(7,118)
Total comprehensive expense for the period	期間全面開支總額	-	-	-	-	416	(7,118)	-	(208,272)	(214,974)
Recognition of equity-settled share based payments	確認以股本結算股份為基礎之付款	-	-	-	-	-	-	347	-	347
At 30 June 2017 (Unaudited)	於二零一七年六月三十日 (未經審核)	4,564	57,856	14,945	441,253	(118)	-	22,746	(163,304)	377,942
At 1 January 2018 (Audited)	於二零一八年一月一日 (經審核)	4,564	57,856	14,945	441,253	(36)	-	23,075	(172,116)	369,541
Profit for the period	期間溢利	-	-	-	-	-	-	-	6,065	6,065
Other comprehensive expense for the period	期間其他全面開支									
Exchange differences on translating foreign operations	換算海外業務之匯兌差額									
- Exchange losses arising during the period	一期內產生之匯兌虧損	-	-	-	-	(39)	-	-	-	(39)
Total comprehensive income for the period	期間全面收入總額	-	-	-	-	(39)	-	-	6,065	6,026
Recognition of equity-settled share based payments	確認以股本結算股份為基礎之付款	-	-	-	-	-	-	150	-	150
At 30 June 2018 (Unaudited)	於二零一八年六月三十日 (未經審核)	4,564	57,856	14,945	441,253	(75)	-	23,225	(166,051)	375,717

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS
For the six months ended 30 June 2018

簡明綜合現金流量表
截至二零一八年六月三十日止六個月

		2018 (Unaudited) 二零一八年 (未經審核) HK\$'000 千港元	2017 (Unaudited) 二零一七年 (未經審核) HK\$'000 千港元
Net cash used in operating activities	經營業務動用之現金淨額	<u>(25,531)</u>	<u>(42,272)</u>
Net cash generated from investing activities	投資業務所得之現金淨額	<u>2</u>	<u>7,003</u>
Net cash generated from/(used in) financing activities	融資業務所得／(動用)之現金淨額	<u>3,447</u>	<u>(33)</u>
Net decrease in cash and cash equivalents	現金及現金等值項目減少淨額	(22,082)	(35,302)
Effect of foreign exchange rate changes	外幣匯率變動之影響	(39)	53
Cash and cash equivalents at the beginning of the period	期初之現金及現金等值項目	<u>85,533</u>	<u>125,842</u>
Cash and cash equivalents at the end of the period, represented by bank balances and cash	期末之現金及現金等值項目， 即銀行結餘及現金	<u>63,412</u>	<u>90,593</u>

NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2018

1. Basis of preparation

The condensed consolidated financial statements have been prepared in accordance with the applicable disclosure requirements of Appendix 16 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and with Hong Kong Accounting Standard 34 "Interim financial reporting".

2. Principal accounting policies

The condensed consolidated financial statements have been prepared on the historical cost basis except for certain financial instruments, which are measured at fair values. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Except as described below, the accounting policies and methods of computation used in the condensed consolidated financial statements for the six months ended 30 June 2018 are the same as those followed in the preparation of the Group's annual financial statements for the year ended 31 December 2017.

Application of new and amendments to HKFRSs

In the current interim period, the Group has applied, for the first time, the following new and amendments to HKFRSs issued by the HKICPA which are mandatory effective for the annual period beginning on or after 1 January 2018 for the preparation of the Group's condensed consolidated financial statements:

HKFRS 9	Financial Instruments
HKFRS 15	Revenue from Contracts with Customers and the related Amendments
HK(IFRIC) – Int 22	Foreign Currency Transactions and Advance Consideration
Amendments to HKFRS 2	Classification and Measurement of Share-based Payment Transactions
Amendments to HKFRS 4	Applying HKFRS 9 "Financial Instruments" with HKFRS 4 "Insurance Contracts"
Amendments to HKAS 28	As part of the Annual Improvements to HKFRSs 2014 – 2016 Cycle
Amendments to HKAS 40	Transfers of Investment Property

The new and amendments to HKFRSs have been applied in accordance with the relevant transition provisions in the respective standards and amendments which results in changes in accounting policies, amounts reported and/or disclosures as described below.

(a) *Impacts and changes in accounting policies of application on HKFRS 15 "Revenue from Contracts with Customers"*

The Group has applied HKFRS 15 for the first time in the current interim period. HKFRS 15 superseded HKAS 18 "Revenue", HKAS 11 "Construction Contracts" and the related interpretations.

簡明綜合財務報表附註

截至二零一八年六月三十日止六個月

1. 編製基準

簡明綜合財務報表乃按香港聯合交易所有限公司證券上市規則附錄十六之適用披露規定及香港會計準則第34號「中期財務報告」而編製。

2. 主要會計政策

簡明綜合財務報表乃按歷史成本基準編製，惟若干金融工具按公平值計量除外。歷史成本一般以換取貨品及服務所作出之代價之公平值為基準。

除下文所述者外，截至二零一八年六月三十日止六個月之簡明綜合財務報表所採用之會計政策及計算方法與編製本集團截至二零一七年十二月三十一日止年度之全年財務報表所採用者相同。

應用新訂及經修訂香港財務報告準則

於本中中期期間，本集團已首次應用以下於二零一八年一月一日或之後開始之年度期間強制生效由香港會計師公會頒佈之新訂及經修訂香港財務報告準則，以編製本集團簡明綜合財務報表：

香港財務報告準則第9號	金融工具
香港財務報告準則第15號	客戶合約收益及相關修訂
香港（國際財務報告詮釋委員會）— 詮釋第22號	外幣交易及預付代價
香港財務報告準則第2號（修訂本）	股份支付交易之分類及計量
香港財務報告準則第4號（修訂本）	採用香港財務報告準則第4號「保險合約」時一併應用香港財務報告準則第9號「金融工具」
香港會計準則第28號（修訂本）	香港財務報告準則二零一四年至二零一六年週期之部分年度改進
香港會計準則第40號（修訂本）	投資物業之轉移

本集團已根據導致下文所述會計政策、所呈報金額及／或披露變動之各相關準則及修訂之相關過渡條文應用新訂及經修訂香港財務報告準則。

(a) *應用香港財務報告準則第15號「客戶合約收益」之會計政策影響及變動*

本集團已於本中中期期間首次應用香港財務報告準則第15號。香港財務報告準則第15號取代香港會計準則第18號「收益」、香港會計準則第11號「建築合約」及相關詮釋。

The Group recognises revenue from the following major sources:

- Design and sales of telephones and related products
- Processing and trading of used computer-related components
- Interest income earned from money lending business
- Provision of securities broking services
- Provision of online payment services and cross-border settlement services

The Group has applied HKFRS 15 retrospectively with the cumulative effect of initially applying this Standard recognised at the date of initial application, 1 January 2018. Difference at the date of initial application, if any, is recognised in the opening accumulated losses and comparative information has not been restated.

Key changes in accounting policies resulting from application of HKFRS 15

HKFRS 15 introduces a 5-step approach when recognising revenue:

- Step 1: Identify the contract(s) with a customer
- Step 2: Identify the performance obligations in the contract
- Step 3: Determine the transaction price
- Step 4: Allocate the transaction price to the performance obligations in the contract
- Step 5: Recognise revenue when (or as) the Group satisfies a performance obligation

Under HKFRS 15, the Group recognises revenue when (or as) a performance obligation is satisfied, i.e. when "control" of the goods or services underlying the particular performance obligation is transferred to the customer.

A performance obligation represents a good and service (or a bundle of goods or services) that is distinct or a series of distinct goods or services that are substantially the same.

Control is transferred over time and revenue is recognised over time by reference to the progress towards complete satisfaction of the relevant performance obligation if one of the following criteria is met:

- the customer simultaneously receives and consumes the benefits provided by the Group's performance as the Group performs;
- the Group's performance creates and enhances an asset that the customer controls as the Group performs; or
- the Group's performance does not create an asset with an alternative use to the Group and the Group has an enforceable right to payment for performance completed to date.

本集團自下列主要來源確認收益：

- 電話及相關產品之設計及銷售
- 二手電腦相關組件之處理及貿易
- 自放債業務賺取之利息收入
- 提供證券經紀服務
- 提供網上支付服務及跨境結算服務

本集團已追溯應用香港財務報告準則第15號，而首次應用該準則之累計影響於二零一八年一月一日首次應用當日確認。於首次應用日期之差異（如有）於期初累計虧損確認而並無重列比較資料。

應用香港財務報告準則第15號導致會計政策之主要變動

香港財務報告準則第15號引入確認收益時之五個步驟：

- 第一步：識別與客戶訂立之合約
- 第二步：識別合約中之履約責任
- 第三步：釐定交易價
- 第四步：將交易價分配至合約中之履約責任
- 第五步：於本集團完成履約責任時（或就此）確認收益

根據香港財務報告準則第15號，本集團於完成履約責任時（或就此）確認收益，即於特定履約責任之相關貨品或服務之「控制權」轉讓予客戶時確認。

履約責任指個別之貨品及服務（或一組貨品或服務）或一系列大致相同之個別貨品或服務。

控制權隨時間轉移，而倘符合以下其中一項標準，則收益乃參照完全滿足相關履約責任之進展情況而隨時間確認：

- 隨本集團履約，客戶同時取得並耗用本集團履約所提供之利益；
- 本集團之履約產生或提升一項資產，而該項資產於本集團履約時由客戶控制；或
- 本集團之履約並未產生讓本集團有替代用途之資產，且本集團對迄今已完成履約之付款具有可強制執行之權利。

Otherwise, revenue is recognised at a point in time when the customer obtains control of the distinct goods or services.

A contract liability represents the Group's obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer.

The revenue of the Group is recognised at a point in time. The application of HKFRS 15 does not have significant impact on the amounts reported in the condensed consolidated financial statements.

(b) *Impacts and changes in accounting policies of application of HKFRS 9 "Financial Instruments"*

In the current period, the Group has applied HKFRS 9 "Financial Instruments" and the related consequential amendments to other HKFRSs. HKFRS 9 introduces new requirements for 1) the classification and measurement of financial assets and financial liabilities, 2) expected credit losses ("ECL") for financial assets and 3) general hedge accounting.

The Group has applied HKFRS 9 in accordance with the transition provisions set out in HKFRS 9. i.e. applied the classification and measurement requirements (including impairment) retrospectively to instruments that have not been derecognised as at 1 January 2018 (date of initial application) and has not applied the requirements to instruments that have already been derecognised as at 1 January 2018. The difference between carrying amounts as at 31 December 2017 and the carrying amounts as at 1 January 2018 are recognised in the opening accumulated losses and other components of equity, without restating comparative information.

Accordingly, certain comparative information may not be comparable as comparative information was prepared under HKAS 39 "Financial Instruments: Recognition and Measurement".

Impairment under ECL model

The Group recognises a loss allowance for ECL on financial assets which are subject to impairment under HKFRS 9 (including trade receivables and loan receivables). The amount of ECL is updated at each reporting date to reflect changes in credit risk since initial recognition.

Lifetime ECL represents the ECL that will result from all possible default events over the expected life of the relevant instrument. In contrast, 12-month ECL ("12m ECL") represents the portion of lifetime ECL that is expected to result from default events that are possible within 12 months after the reporting date. Assessments are made based on the Group's historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current conditions at the reporting date as well as the forecast of future conditions.

否則，收益於客戶獲得個別貨品或服務控制權之時間點確認。

合約負債指本集團因已向客戶收取代價（或已到期代價金額），而須向客戶轉讓貨品或服務之責任。

本集團之收益乃於某一時間點確認。應用香港財務報告準則第15號不會對簡明綜合財務報表所呈報金額產生重大影響。

(b) *應用香港財務報告準則第9號「金融工具」之會計政策影響及變動*

於本期間，本集團已應用香港財務報告準則第9號「金融工具」及其他香港財務報告準則相關之相應修訂。香港財務報告準則第9號就1) 金融資產及金融負債之分類和計量，2) 金融資產之預期信貸虧損（「預期信貸虧損」）及3) 一般對沖會計引入新規定。

本集團已根據香港財務報告準則第9號所載之過渡條文應用香港財務報告準則第9號，即對二零一八年一月一日（首次應用日期）尚未終止確認之工具追溯應用分類及計量要求（包括減值），並無對已於二零一八年一月一日終止確認之工具應用相關要求。於二零一七年十二月三十一日之賬面值與於二零一八年一月一日之賬面值之間的差額於期初累計虧損及其他權益部分確認而並無重列比較資料。

因此，若干比較資料未必與根據香港會計準則第39號「金融工具：確認及計量」編製之比較資料具可比性。

預期信貸虧損模式項下之減值

本集團根據香港財務報告準則第9號就發生減值之金融資產（包括應收貿易賬款及應收貸款）之預期信貸虧損確認虧損撥備。預期信貸虧損之金額於各報告日期更新，以反映自初始確認以來信貸風險之變化。

存續期預期信貸虧損指將相關工具之預期使用期內所有可能之違約事件產生之預期信貸虧損。相反，12個月預期信貸虧損（「12個月預期信貸虧損」）指將預期於報告日期後12個月內可能發生之違約事件導致之存續期預期信貸虧損部分。評估乃根據本集團之歷史信貸虧損經驗進行，並根據債務人特有之因素、一般經濟狀況以及對報告日期當前狀況之評估以及對未來狀況之預測作出調整。

The Group always recognises lifetime ECL for trade receivables. The ECL on these assets are assessed individually for debtors with significant balances and/or collectively using a provision matrix with appropriate groupings.

For all other instruments, the Group measures the loss allowance equal to 12m ECL, unless when there has been a significant increase in credit risk since initial recognition, the Group recognises lifetime ECL. The assessment of whether lifetime ECL should be recognised is based on significant increases in the likelihood or risk of a default occurring since initial recognition.

Significant increase in credit risk

In assessing whether the credit risk has increased significantly since initial recognition, the Group compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition. In making this assessment, the Group considers both quantitative and qualitative information that is reasonable and supportable, including historical experience and forward-looking information that is available without undue cost or effort.

In particular, the following information is taken into account when assessing whether credit risk has increased significantly:

- an actual or expected significant deterioration in the financial instrument's external (if available) or internal credit rating;
- significant deterioration in external market indicators of credit risk, e.g. a significant increase in the credit spread, the credit default swap prices for the debtor;
- existing or forecast adverse changes in business, financial or economic conditions that are expected to cause a significant decrease in the debtor's ability to meet its debt obligations;
- an actual or expected significant deterioration in the operating results of the debtor;
- an actual or expected significant adverse change in the regulatory, economic, or technological environment of the debtor that results in a significant decrease in the debtor's ability to meet its debt obligations.

Irrespective of the outcome of the above assessment, the Group presumes that the credit risk has increased significantly since initial recognition when contractual payments are more than 60 days past due, unless the Group has reasonable and supportable information that demonstrates otherwise.

The Group considers that default has occurred when the instrument is more than 90 days past due unless the Group has reasonable and supportable information to demonstrate that a more lagging default criterion is more appropriate.

本集團經常就應收貿易賬款確認存續期預期信貸虧損。該等資產之預期信貸虧損對於結餘重大之債務人進行個別及／或使用具有合適分組之撥備組合集體予以評估。

對於所有其他工具，本集團計量之虧損撥備等同於12個月預期信貸虧損，除非自初始確認以來信貸風險顯著增加，否則本集團確認存續期預期信貸虧損。是否應確認存續期預期信貸虧損之評估乃基於自初始確認以來發生違約之可能性或風險之顯著增加。

信貸風險顯著增加

於評估自初始確認後信貸風險是否顯著增加時，本集團將於報告日期金融工具發生之違約風險與初始確認日起金融工具發生之違約風險進行比較。在進行該評估時，本集團會考慮合理且可支持之定量和定性資料，包括無需付出不必要之成本或努力而可得之歷史經驗及前瞻性資料。

特別是，在評估信貸風險是否已顯著增加時，會考慮以下資料：

- 金融工具之外部（如有）或內部信貸評級之實際或預期顯著惡化；
- 外部市場信貸風險指標之顯著惡化，如信貸息差大幅增加，債務人之信貸違約掉期價格；
- 預計會導致債務人償還其債務能力大幅下降之業務、財務或經濟狀況之現有或預測之不利變化；
- 債務人經營業績之實際或預期顯著惡化；
- 導致債務人償還其債務能力大幅下降之債務人監管、經濟或技術環境之實際或預期之重大不利變化。

不論上述評估之結果如何，本集團認為，當合約付款逾期超過60天，則自初始確認以來信貸風險已顯著增加，除非本集團有合理且可支持之資料證明。

本集團認為，倘工具逾期超過90天時則發生違約，除非本集團有合理且可支持之資料證明更滯後之違約標準屬更合適。

Measurement and recognition of ECL

The measurement of ECL is a function of the probability of default, loss given default (i.e. the magnitude of the loss if there is a default) and the exposure at default. The assessment of the probability of default and loss given default is based on historical data adjusted by forward-looking information.

Generally, the ECL is estimated as the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the Group expects to receive, discounted at the effective interest rate determined at initial recognition.

Interest income is calculated based on the gross carrying amount of the financial asset unless the financial asset is credit impaired, in which case interest income is calculated based on amortised cost of the financial asset.

The Group recognises an impairment gain or loss in profit or loss for all financial instruments by adjusting their carrying amount, with the exception of trade receivables, where the corresponding adjustment is recognised through a loss allowance account.

As at 1 January 2018, the directors of the Company reviewed and assessed the Group's existing financial assets for impairment using reasonable and supportable information that is available without undue cost or effort in accordance with the requirements of HKFRS 9. The results of the assessment and the impact thereof are detailed below.

Impairment under ECL model

In relation to the impairment of financial assets, HKFRS 9 requires an expected credit loss model, as opposed to an incurred credit loss model under HKAS 39. The expected credit loss model requires an entity to account for expected credit losses and changes in those expected credit losses at each reporting date to reflect changes in credit risk since initial recognition. In other words, it is no longer necessary for a credit event to have occurred before credit losses are recognised.

In the current period, the Group has applied HKFRS 9 simplified approach to measure ECL using lifetime ECL for trade receivables. To measure the ECL, trade receivables have been grouped based on shared credit risk characteristics.

Loss allowance for other financial assets at amortised cost mainly comprise of loan receivables, pledged bank deposits, bank trust account balances and bank balances, are measured on 12m ECL basis and there had been no significant increase in credit risk since initial recognition.

預期信貸虧損之計量及確認

預期信貸虧損之計量為違約概率、違約虧損（即違約時虧損大小）及違約時風險敞口之函數。違約概率及違約虧損之評估乃基於歷史數據按前瞻性資料作調整。

一般而言，預期信貸虧損為根據合約應付本集團之所有合約現金流量與本集團預期收取之所有現金流量之間之差額（按初始確認時釐定之有效利率貼現）。

利息收入乃根據金融資產之賬面總值計算，惟金融資產為信貸減值除外，在此情況下，利息收入乃按金融資產之攤銷成本計算。

本集團透過調整其有關金融工具之賬面值而於損益確認所有金融工具之減值收益或虧損，惟應收貿易賬款透過虧損撥備賬確認相應調整例外。

於二零一八年一月一日，本公司董事根據香港財務報告準則第9號之規定，使用無需付出不必要成本或能力而可得之合理且可支持之資料審閱及評估本集團現有之金融資產是否存在減值。評估結果及其影響於下文詳述。

預期信貸虧損模式項下之減值

就金融資產之減值而言，與香港會計準則第39號項下之已產生信貸虧損模式相反，香港財務報告準則第9號要求應用預期信貸虧損模式。預期信貸虧損模式要求實體於各報告日期就預期信貸虧損及該等預期信貸虧損之變動進行入賬處理，以反映自初始確認以來信貸風險之變動。換言之，信貸虧損無須於發生信貸事件後方可確認。

於本期間，本集團已應用香港財務報告準則第9號簡化方法計量預期信貸虧損，為應收貿易賬款採用存續期預期信貸虧損。為計量預期信貸虧損，應收貿易賬款已根據攤佔信貸風險特點分類。

按攤銷成本計量之其他金融資產之虧損撥備主要包括應收貸款、已抵押銀行存款、銀行信託賬戶結餘及銀行結餘，以12個月預期信貸虧損基準計量，自初始確認以來信貸風險並無顯著增加。

As at 1 January 2018, no additional credit loss allowance has been recognised in the condensed consolidated financial statements.

The following adjustments were made to the consolidated statement of financial position at the date of initial application, 1 January 2018. The effect of adopting HKFRS 9 is, as follows:

		Under HKAS 39 根據香港會計 準則第39號 HKD'000 千港元	Reclassification 重新分類 HKD'000 千港元	Re-measurement 重新計量 HKD'000 千港元	Under HKFRS 9 根據香港財務 報告準則第9號 HKD'000 千港元
Held-for-trading investments	持作買賣投資	68,661	(68,661)	-	-
Financial asset at fair value through profit or loss ("FVTPL")	按公平值計入損益之金融資產 (「按公平值計入損益」)	-	68,661	-	68,661

Note:

Under HKAS 39, other financial assets were classified as available-for-sale financial assets. They are classified as at FVTPL under HKFRS 9.

New and revised HKFRS in issue but not yet effect

The Group has not early applied the following new and revised HKFRSs that have been issued but are not yet effective:

HKFRS 16	Leases ¹
HKFRS 17	Insurance Contracts ²
HK(IFRIC) – Int 23	Uncertainty over Income Tax Treatments ¹
Amendments to HKFRS 9	Prepayment Features with Negative Compensation ¹
Amendments to HKFRS 10 and HKAS 28	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture ²
Amendments to HKAS 19	Plan Amendment, Curtailment or Settlement ¹
Amendments to HKAS 28	Long-term Interests in Associates and Joint Ventures ¹
Amendments to HKFRSs	Annual Improvements to HKFRSs 2015 – 2017 Cycle ¹

¹ Effective for annual periods beginning on or after 1 January 2019

² Effective for annual periods beginning on or after a date to be determined

³ Effective for annual periods beginning on or after 1 January 2021

於二零一八年一月一日，並無於簡明綜合財務報表中確認額外信貸虧損撥備。

於二零一八年一月一日初始應用日期對綜合財務狀況表作出以下調整。採用香港財務報告準則第9號之影響如下：

附註：

根據香港會計準則第39號，其他金融資產分類為可供出售金融資產，並根據香港財務報告準則第9號分類為按公平值計入損益。

已頒佈但尚未生效的新訂及經修訂香港財務報告準則

本集團並無提早應用以下已頒佈但尚未生效的新訂及經修訂香港財務報告準則：

香港財務報告準則第16號	租賃 ¹
香港財務報告準則第17號	保險合約 ²
香港（國際財務報告詮釋委員會）— 詮釋第23號	所得稅處理的不確定性 ¹
香港財務報告準則第9號（修訂本）	具有負補償之提前還款特性 ¹
香港財務報告準則第10號及香港會計準則第28號	投資者與其聯營公司或合營企業之間出售或投入資產 ²
香港會計準則第19號（修訂本）	計劃修訂、縮減或結清 ¹
香港會計準則第28號（修訂本）	聯營公司和合營企業的長期權益 ¹
香港財務報告準則（修訂本）	香港財務報告準則二零一五年至二零一七年週期之年度改進 ¹

¹ 於二零一九年一月一日或之後開始之年度期間生效

² 於有待釐定日期或之後開始之年度期間生效

³ 於二零二一年一月一日或之後開始之年度期間生效

3. Revenue and segment information

Information reported to the executive directors of the Company, being the chief operating decision makers, for the purposes of resources allocation and assessment of segment performance focuses on types of goods or services delivered or provided. The Group's reportable and operating segments under HKFRS 8 are as follows:

1. Telephones and related equipment – Design and sales of telephones and related products
2. Used computer-related components – Processing and trading of used computer-related components
3. Money lending business – Interest income earned from money lending business
4. Securities brokerage – Provision of securities broking services
5. Cross-border payment platforms – Provision of online payment services and cross-border settlement services

Segment revenue and results

The following is an analysis of the Group's revenue and results by reportable and operating segments:

Six months ended 30 June 2018 (unaudited)

		Telephones and related equipment 電話及相關組件 HK\$'000 千港元	Used computer-related components 二手電腦相關組件 HK\$'000 千港元	Money lending 放債 HK\$'000 千港元	Provision of brokerage, placing and underwriting services 提供經紀、配售及包銷服務 HK\$'000 千港元	B2B cross-border e-commerce and payment 企業對企業跨境電子商務及支付 HK\$'000 千港元	Total 總計 HK\$'000 千港元
Revenue	收益						
External sales	對外銷售	58,564	17,166	8,597	995	38,502	123,824
Segment (loss)/profit	分部(虧損)/溢利	(1,666)	35	8,579	(338)	592	7,202
Interest income on bank deposits	銀行存款利息收入						2
Fair value change on held-for-trading investments	持作買賣投資之公平值變動						8,842
Share-based payments	以股份為基礎之付款						(150)
Unallocated expenses	未分配開支						(9,163)
Finance costs	融資成本						(63)
Profit before tax	除稅前溢利						6,670

3. 收益及分部資料

就資源分配及分部表現評估向本公司執行董事(即主要經營決策者)所呈報之資料,著重於交付或提供之產品或服務之類型。本集團根據香港財務報告準則第8號劃分之須予申報及經營分部如下:

1. 電話及相關組件—設計及銷售電話及相關產品
2. 二手電腦相關組件—處理及買賣二手電腦相關組件
3. 放債業務—放債業務賺取之利息收入
4. 證券經紀—提供證券經紀服務
5. 跨境支付平台—提供網上支付服務及結算服務

分部收益及業績

以下為按須予申報及經營分部分析本集團之收益及業績:

截至二零一八年六月三十日止六個月(未經審核)

Six months ended 30 June 2017 (unaudited)

截至二零一七年六月三十日止六個月（未經審核）

		Telephones and related equipment 電話及 相關組件 HK\$'000 千港元	Used computer- related components 二手電腦 相關組件 HK\$'000 千港元	Money lending 放債 HK\$'000 千港元	Provision of brokerage, placing and underwriting services 提供經紀、 配售及 包銷服務 HK\$'000 千港元	B2B cross-border e-commerce and payment 企業對企業 跨境電子 商務及支付 HK\$'000 千港元	Total 總計 HK\$'000 千港元
Revenue	收益						
External sales	對外銷售	85,417	17,845	6,725	288	65,432	175,707
Segment (loss)/profit	分部（虧損）／溢利	(693)	(282)	6,714	(1,228)	(678)	3,833
Interest income on bank deposits	銀行存款利息收入						4
Dividend income	股息收入						479
Gain on disposal of available-for-sale investment	出售可供出售投資之收益						7,118
Fair value change on held-for-trading investments	持作買賣投資之公平值變動						(211,719)
Share-based payments	以股份為基礎之付款						(347)
Unallocated expenses	未分配開支						(7,489)
Finance costs	融資成本						(33)
Loss before tax	除稅前虧損						(208,154)

Segment assets and liabilities**分部資產及負債**

The following is an analysis of the Group's assets and liabilities by reportable and operating segment:

以下為按須予申報及經營分部分析本集團之資產及負債：

Segment assets**分部資產**

		At 30 June 2018 (Unaudited) 於二零一八年 六月三十日 (未經審核) HK\$'000 千港元	At 31 December 2017 (Audited) 於二零一七年 十二月三十一日 (經審核) HK\$'000 千港元
Telephones and related equipment	電話及相關組件	20,635	14,421
Used computer-related components	二手電腦相關組件	6,079	6,098
Money lending	放債	217,182	190,513
Provision of brokerage, placing and underwriting services	提供經紀、配售及包銷服務	129,582	88,462
B2B cross-border e-commerce and payment	企業對企業跨境電子商務及支付	32,318	26,370
Total segment assets	分部資產總額	405,796	325,864
Unallocated assets	未分配資產	76,012	98,033
Consolidated assets	綜合資產	481,808	423,897

Segment liabilities

分部負債

		At 30 June 2018 (Unaudited) 於二零一八年 六月三十日 (未經審核) HK\$'000 千港元	At 31 December 2017 (Audited) 於二零一七年 十二月三十一日 (經審核) HK\$'000 千港元
Telephones and related equipment	電話及相關組件	41,328	32,849
Used computer-related components	二手電腦相關組件	1,437	1,975
Money lending	放債	1,132	643
Provision of brokerage, placing and underwriting services	提供經紀、配售及包銷服務	57,968	15,484
B2B cross-border e-commerce and payment	企業對企業跨境電子商務及支付	156	58
Total segment liabilities	分部負債總額	102,021	51,009
Unallocated liabilities	未分配負債	4,070	3,347
Consolidated liabilities	綜合負債	106,091	54,356

4. Other income and gains

4. 其他收入及收益

		Six months ended 30 June 截至六月三十日止六個月	
		2018 二零一八年 (Unaudited) (未經審核) HK\$'000 千港元	2017 二零一七年 (Unaudited) (未經審核) HK\$'000 千港元
Net foreign exchange gain	匯兌收益淨額	-	525
Dividend income	股息收入	-	479
Interest income on bank deposits	銀行存款之利息收入	2	4
Management fee income	管理費收入	-	92
Gain on disposal of subsidiaries	出售附屬公司之收益	-	3,309
Gain on disposal of available-for-sale investment	出售可供出售投資之收益	-	7,118
Sundry income	雜項收入	68	175
		70	11,702

5. Income tax expense

5. 所得稅開支

		Six months ended 30 June 截至六月三十日止六個月	
		2018 二零一八年 (Unaudited) (未經審核) HK\$'000 千港元	2017 二零一七年 (Unaudited) (未經審核) HK\$'000 千港元
Current tax:	即期稅項:		
- Hong Kong Profits Tax	- 香港利得稅	605	118

Hong Kong Profits Tax is calculated at 16.5% of the estimated assessable profits for both periods.

香港利得稅乃根據兩段期間之估計應課稅溢利按稅率16.5%計算。

6. Profit/(loss) for the period

Profit/(loss) for the period has been arrived at after charging/(crediting):

Cost of inventories recognised as an expense	存貨成本確認為支出
Depreciation of property, plant and equipment	物業、廠房及設備之折舊
Staff costs including directors' remuneration	員工成本，包括董事酬金
Loss on disposal of a subsidiary	出售附屬公司之虧損

7. Earnings/(loss) per share

The calculation of the basic and diluted earnings/(loss) per share attributable to the owners of the Company is based on the following data:

Profit/(loss)	溢利／（虧損）
Profit/(loss) for the period attributable to owners of the Company for the purpose of basic and diluted earnings/(loss) per share	用於計算本公司擁有人應佔期內每股基本及攤薄溢利／（虧損）之溢利／（虧損）

Number of shares	股份數目
Weighted average number of ordinary shares for the purpose of basic and diluted loss per share	用於計算每股基本及攤薄虧損之普通股加權平均數

The computation of diluted earnings per share for the six month ended 30 June 2018 does not assume the exercise of the Company's outstanding share options because the exercise price of these options was higher than the average market price of the Company's shares for the six month ended 30 June 2018.

The computation of diluted loss per share for the six months ended 30 June 2017 does not assume the exercise of the Company's outstanding share options since their exercise would result in a decrease in loss per share.

6. 期間溢利／（虧損）

期間溢利／（虧損）已扣除／（計入）下列各項：

Six months ended 30 June	
截至六月三十日止六個月	
2018	2017
二零一八年	二零一七年
(Unaudited)	(Unaudited)
(未經審核)	(未經審核)
HK\$'000	HK\$'000
千港元	千港元
111,897	159,335
296	104
3,900	5,098
-	(3,309)
<u>111,897</u>	<u>159,335</u>

7. 每股盈利／（虧損）

本公司擁有人應佔每股基本及攤薄盈利／（虧損）乃根據以下數據計算：

Six months ended 30 June	
截至六月三十日止六個月	
2018	2017
二零一八年	二零一七年
(Unaudited)	(Unaudited)
(未經審核)	(未經審核)
HK\$'000	HK\$'000
千港元	千港元
6,065	(208,272)
<u>6,065</u>	<u>(208,272)</u>

Six months ended 30 June	
截至六月三十日止六個月	
2018	2017
二零一八年	二零一七年
(Unaudited)	(Unaudited)
(未經審核)	(未經審核)
15,215,731,320	15,215,731,320
<u>15,215,731,320</u>	<u>15,215,731,320</u>

計算截至二零一八年六月三十日止六個月之每股攤薄盈利時不會假設已行使本公司尚未行使之購股權，原因為截至二零一八年六月三十日止六個月，有關購股權之行使價高於本公司股份之平均市價。

計算截至二零一七年六月三十日止六個月之每股攤薄虧損時不會假設已行使本公司尚未行使之購股權，原因為有關行使將令每股虧損減少。

8. Dividends

No dividend was paid or proposed during the six months ended 30 June 2018 and 2017.

9. Trade and other receivables

Trade receivables arising from the ordinary course of business of dealing in securities of transaction:	證券交易買賣之日常業務過程中產生的應收貿易賬款：		
- Cash clients	- 現金客戶	9,605	16,465
Trade receivables from other ordinary course of business except for business of dealing in securities transactions	其他日常業務過程產生的應收貿易賬款（證券交易買賣業務除外）	28,341	19,214
Deposits in brokerage firms	於經紀行之按金	25,082	20,540
Deposits, prepayments and other receivables	按金、預付款項及其他應收款項	7,249	8,931
Total trade and other receivables	應收貿易賬款及其他應收款項之總額	70,277	65,150

The Group allows a credit period on sales of goods from 30 to 90 days to its trade customers. The following is an ageing analysis of trade receivables presented based on the invoice dates at the end of the reporting period:

0-30 days	零至三十日	19,502	13,955
31-60 days	三十一至六十日	2,351	1,408
61-90 days	六十一至九十日	2,766	-
Over 90 days	九十日以上	3,722	3,851
		28,341	19,214

The normal settlement term of trade receivables arising from the ordinary course of business of dealing in securities are 2 trading days after trade date.

8. 股息

截至二零一八年及二零一七年六月三十日止六個月並無派付或建議派付股息。

9. 應收貿易賬款及其他應收款項

At 30 June 2018 (Unaudited) 於二零一八年六月三十日 (未經審核) HK\$'000 千港元	At 31 December 2017 (Audited) 於二零一七年十二月三十一日 (經審核) HK\$'000 千港元
9,605	16,465
28,341	19,214
25,082	20,540
7,249	8,931
70,277	65,150

本集團給予貿易客戶之銷售貨品信貸期為三十至九十日。有關應收貿易賬款於報告期間結束時根據發票日期呈列之賬齡分析如下：

At 30 June 2018 (Unaudited) 於二零一八年六月三十日 (未經審核) HK\$'000 千港元	At 31 December 2017 (Audited) 於二零一七年十二月三十一日 (經審核) HK\$'000 千港元
19,502	13,955
2,351	1,408
2,766	-
3,722	3,851
28,341	19,214

於證券買賣之日常業務過程中產生的應收貿易賬款正常結算期為交易日後兩個交易日。

10. Loan receivables

The Group's loan receivables bear effective interest rate of approximately 10% per annum.

The carrying amount of the Group's loan receivables have remaining contractual maturity dates as follows:

Within 90 days	九十日內
91-180 days	九十一至一百八十日
181-365 days	一百八十一至三百六十五日

Less: allowance for doubtful debts

減：呆賬撥備

No loan receivables balance had been past due and impaired as at 30 June 2018.

11. Trade and other payables

Trade payables arising from the ordinary course of business of dealing in securities transactions:
– Cash clients
Trade payables from purchase of goods arising from other ordinary course of business, except for business of securities dealing in securities transactions
Other payables and accrued charges

來自證券交易買賣之日常業務過程中所產生之應付賬款：
– 現金客戶
於其他日常業務過程中所產生的購買貨品的應付貿易賬款，惟證券交易中的證券買賣業務除外
其他應付款項及應計費用

10. 應收貸款

本集團應收貸款乃按實際年利率約10%計息。

本集團應收貸款賬面值之餘下合約到期日如下：

At 30 June 2018 (Unaudited) 於二零一八年 六月三十日 (未經審核) HK\$'000 千港元	At 31 December 2017 (Audited) 於二零一七年 十二月三十一日 (經審核) HK\$'000 千港元
19,742	38,683
14,155	9,017
178,461	140,760
<u>212,358</u>	<u>188,460</u>
-	-
<u>212,358</u>	<u>188,460</u>

於二零一八年六月三十日，概無應收貸款結餘已逾期及減值。

11. 應付貿易賬款及其他應付款項

At 30 June 2018 (Unaudited) 於二零一八年 六月三十日 (未經審核) HK\$'000 千港元	At 31 December 2017 (Audited) 於二零一七年 十二月三十一日 (經審核) HK\$'000 千港元
57,874	15,390
35,519	28,532
6,473	8,259
<u>99,866</u>	<u>52,181</u>

The credit period on purchase of goods ranges from 30 to 60 days. The following is an ageing analysis of trade payables presented based on invoice dates at the end of the reporting period:

Within 30 days	三十日內
31-60 days	三十一至六十日
61-90 days	六十一至九十日
Over 90 days	九十日以上

At 30 June 2018 (Unaudited) 於二零一八年 六月三十日 (未經審核) HK\$'000 千港元	At 31 December 2017 (Audited) 於二零一七年 十二月三十一日 (經審核) HK\$'000 千港元
12,777	9,203
4,444	6,317
4,165	1,386
14,133	11,626
35,519	28,532

The settlement term of accounts payable arising from the business of dealing in securities are 2 days after trade date.

購買貨品之信貸期為三十至六十日。有關應付貿易賬款於報告期間結束時根據發票日期呈列之賬齡分析如下：

證券買賣業務產生之應付賬款結算期為交易日後兩日。

12. Share capital

Ordinary shares of HK\$0.0003 each

12. 股本

每股面值0.0003港元之普通股

Authorised:
At 1 January 2018 (audited) and at 30 June 2018
(unaudited)

法定：
於二零一八年一月一日（經審核）及
於二零一八年六月三十日（未經審核）

Number of shares 股份數目	Amount 金額 HK\$'000 千港元
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2,000,000,000	600,000
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Issued and fully paid:
At 1 January 2018 (audited) and at 30 June 2018
(unaudited)

已發行及繳足：
於二零一八年一月一日（經審核）及
於二零一八年六月三十日（未經審核）

15,215,731,320	4,564
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13. Fair value measurements of financial instruments

Fair value of the Group's financial assets that are measured at fair value on a recurring basis

Some of the Group's financial assets are measured at fair value at the end of each reporting period. The following table gives information about how the fair values of these financial assets are determined (in particular, the valuation technique(s) and inputs used), as well as the level of the fair value hierarchy into which the fair value measurements are categorised (levels 1 to 3) based on the degree to which the inputs to the fair value measurements is observable.

- Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active market for identical assets or liabilities;
- Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and
- Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

13. 金融工具之公平值計量

以經常基準按公平值計量之本集團金融資產之公平值

本集團部份金融資產於各報告期間結束時按公平值計量。下表載列此等金融資產之公平值釐定方法（特別是所使用之估值技術及輸入數據），以及計量公平值時之公平值等級水平是根據公平值計量輸入數據可觀察程度進行劃分（第一至三級）的資料。

- 第一級公平值計量為根據相同資產或負債於活躍市場上報價（未經調整）所得出；
- 第二級公平值計量為根據於第一級計入之報價以外可直接（即價格）或間接（即衍生自價格）觀察資產或負債所得輸入數據所得出；及
- 第三級公平值計量為根據包括並無根據可觀察市場數據（不可觀察輸入數據）釐定之資產或負債輸入數據之估值方法所得出。

	Fair value as at		Valuation technique(s) and key input(s)	Significant unobservable input(s)	
	30 June 2018	31 December 2017			
Financial assets	(Unaudited)	(Audited)	Fair value hierarchy		
金融資產	二零一八年六月三十日 (未經審核)	二零一七年十二月三十一日 (經審核)	公平值等級	估值技術及關鍵輸入數據	
	HK\$'000	HK\$'000		主要不可觀察輸入數據	
	千港元	千港元			
Listed equity securities in Hong Kong classified as held-for-trading investments in the condensed consolidated statement of financial position	69,724	68,661	Level 1 第一級	Quoted bid prices in an active market 於活躍市場所報之買入價	N/A 不適用
於簡明綜合財務狀況表分類為持作買賣投資之香港上市股本證券					

DIRECTOR'S STATEMENT

On behalf of the board of directors (the "Board" or the "Directors") of SunCorp Technologies Limited (the "Company"), I present to you the unaudited interim results of the Group for the six months ended 30 June 2018.

Business Review

During the six months of review, the Group continued (i) to focus in the design, sales and marketing of residential telephone products under its license for the Motorola brand, as the Company is the exclusive licensee for the Motorola brand for corded and cordless telephones for residential and office use in Europe, the Russian Federation, Middle East, Africa and Asia (including China, India, Southeast Asia and Australia); and (ii) the processing and trading of used computer-related components business. During the period under review, the Group also engaged in (iii) providing money lending business; (iv) securities brokerage and underwriting business and (v) the B2B cross-border e-commerce and payment business.

For the six months ended 30 June 2018, the Group's revenue amounted to approximately HK\$123.8 million, representing a decrease of approximately 29.5% compared with the revenue of approximately HK\$175.7 million for the corresponding period in 2017. In relation to the Group's revenue, approximately 47.3% resulted from sales of telephone products, 13.9% resulted from the processing and trading of used computer-related components business, 6.9% resulted from interest income from money lending business, 0.8% contributed from brokerage, placing and underwriting business and 31.1% contributed by B2B cross-border e-commerce and payment business. Gross profit from operation for the period under review was approximately HK\$11.9 million, representing an decrease of approximately 27.2% compared with the gross profit of approximately of HK\$16.4 million for the corresponding period in 2017. The Group's unaudited consolidated profit for the period under review was approximately HK\$6.1 million.

As at 30 June 2018, the loan portfolio held by the Group was approximately HK\$212.4 million and interest income earned from money lending business of approximately HK\$8.6 million for the six months ended 30 June 2018.

Outlook and Prospect

In view of the dynamic change in the market environment, the Group has been deploying more resources in the cross-border e-commerce and payment segment in the future to capture more market opportunities as and when appropriate. The Group's other business segments include sales and design of residential cordless telephone and trading of computer components, money lending business, securities trading and other financial investment.

In respect of the business for Motorola, it is believed that the prospects for the activity relating to design, sales and marketing of telephone products under the Motorola brand in Europe, the Russian Federation, Middle East, Africa, US and Asia (including China, India, Southeast Asia and Australia) will continue to be stable in 2018.

董事報告

本人謹代表新確科技有限公司（「本公司」）董事會（「董事會」或「董事」），向閣下提呈本集團截至二零一八年六月三十日止六個月之未經審核中期業績。

業務回顧

於回顧六個月內，本集團繼續(i)專注發展根據摩托羅拉之特許授權為其品牌從事家居電話產品之設計、銷售及市場推廣業務，而本公司為摩托羅拉之家居及辦公室使用有線及無線品牌電話在歐洲、俄羅斯聯邦、中東、非洲及亞洲（包括中國、印度、東南亞及澳洲）之獨家獲許可人；及(ii)二手電腦相關組件之處理及貿易業務。於回顧期間，本集團亦從事(iii)提供放債業務；(iv)證券經紀及包銷業務及(v)企業對企業跨境電子商務及支付業務。

截至二零一八年六月三十日止六個月，本集團之收益約為123,800,000港元，較二零一七年同期之收益約175,700,000港元，減少約29.5%。就本集團之收益而言，約47.3%來自銷售電話產品、13.9%來自二手電腦相關組件處理及貿易業務、6.9%來自放債業務賺取之利息收入、0.8%由經紀、配售及包銷業務貢獻及31.1%由企業對企業跨境電子商務及支付業務貢獻。回顧期間之經營毛利約為11,900,000港元，較二零一七年同期之毛利約16,400,000港元減少約27.2%。本集團於回顧期間之未經審核綜合溢利約為6,100,000港元。

於二零一八年六月三十日，本集團持有之貸款組合約為212,400,000港元，而截至二零一八年六月三十日止六個月，自放債業務賺取之利息收入約為8,600,000港元。

展望及前景

鑑於市場環境不斷變化，本集團未來將於跨境電子商務及支付分部投放更多資源，以於適當時候把握更多市場機遇。本集團之其他業務分部包括銷售及設計家居無線電話以及電腦組件貿易、放債業務、證券買賣及其他金融投資。

摩托羅拉業務方面，相信以摩托羅拉品牌在歐洲、俄羅斯聯邦、中東、非洲、美國及亞洲（包括中國、印度、東南亞及澳洲）從事電話產品之設計、銷售及市場推廣業務活動於二零一八年之前景將繼續穩健。

Acknowledgement

On behalf of the Board, I would like to take this opportunity to extend our sincere thanks to our customers, suppliers and staff for their continued support and contribution to the Group during the period.

MANAGEMENT DISCUSSION AND ANALYSIS

Overview

For the six months ended 30 June 2018, the Group recorded a revenue of approximately HK\$123.8 million which represented a decrease of approximately 29.5% as compared to the corresponding figure for the six months ended 30 June 2017.

The gross profit for the period under review was approximately HK\$11.9 million as compared to approximately HK\$16.4 million for the previous period.

During the period, the Group continued to focus on the sales and marketing of residential telephone products under its licence for the Motorola brand and the processing and trading of used computer-related components business. In addition, the other business of the group including securities brokerage, placing and underwriting business, money lending business and B2B cross-border e-commerce and payment also contributed revenue to the Group during the period. The revenue, the gross profit and net (loss)/profit for each business segment for the period ended 30 June 2018 are set out as below:

		Telephones and related equipment 電話及 相關設備 HK\$'000 千港元	Used computer- related components 二手電腦 相關組件 HK\$'000 千港元	Securities brokerage, placing and underwriting services 證券經紀、 配售及 包銷服務 HK\$'000 千港元	Money lending 放債 HK\$'000 千港元	B2B cross-border e-commerce and payment 企業對企業 跨境電子 商務及支付 HK\$'000 千港元
Revenue	收益	58,564	17,166	995	8,597	38,502
Gross profit	毛利	966	794	995	8,597	643
Net (loss)/profit	(虧損) / 溢利淨額	(1,666)	35	(338)	8,579	592

Liquidity and Financial Resources

The decrease in current ratio from 7.8 to 4.5 was mainly due to increase in the trade & other payables as at 30 June 2018.

As at 30 June 2018, the Group had cash on hand of approximately HK\$63.4 million, current assets of approximately HK\$481.4 million, total assets of approximately HK\$481.8 million and shareholders' equity of approximately HK\$375.7 million.

致謝

本人謹代表董事會，衷心感謝一眾客戶、供應商及員工一直的支持以及於期內為本集團作出之貢獻。

管理層討論及分析

概覽

截至二零一八年六月三十日止六個月，本集團錄得收益約123,800,000港元，較截至二零一七年六月三十日止六個月之相應數額減少約29.5%。

回顧期間之毛利約為11,900,000港元，上一期間則約為16,400,000港元。

於本期間，本集團繼續專注發展根據摩托羅拉之特許授權為其品牌從事家居電話產品之銷售及市場推廣業務以及二手電腦相關組件之處理及貿易業務。此外，本集團之其他業務（包括證券經紀、配售及包銷業務、放債業務及企業對企業跨境電子商務及支付）亦於本期間為本集團貢獻收益。截至二零一八年六月三十日止期間各業務分部之收益、毛利及（虧損）／溢利淨額載列如下：

流動資金及財政資源

流動比率由7.8下降至4.5，主要是因為於二零一八年六月三十日之應付貿易賬款及其他應付款項增加所致。

於二零一八年六月三十日，本集團持有手頭現金約63,400,000港元、流動資產約481,400,000港元、資產總額約481,800,000港元及股東權益約375,700,000港元。

Gearing Ratio

As at 30 June 2018, the Group generally financed its operations through internally-generated cash flows and shareholders equity, there was no outstanding bank loan and borrowings.

Capital Structure

During the six months ended 30 June 2018, the authorized share capital of the Company was HK\$600,000,000, which divided into 2,000,000,000 shares of HK\$0.0003 each. The authorised share capital had no change during the period.

Exchange Rate

Most of sales in the current period were denominated in United States dollars, whilst the majority of the Group's expenses were denominated in United States dollars, Renminbi and Hong Kong dollars. Although the Group currently does not maintain any hedging policy to hedge against foreign exchange exposure that may arise from the above transactions, the management team continuously assess the foreign currency exposure, with an aim to minimize the impact of foreign exchange fluctuation on the Group's business operations.

Raising of Funds and Use of Proceeds

The Company completed the placing on 13 April 2015, and the net proceeds of the placing were approximately HK\$492 million. As at 31 December 2015, the Company has resolved to change the use of the unutilized net proceeds of approximately HK\$372 million. For details, please refer to the announcements of the Company dated 6 March 2015, 13 April 2015 and 31 December 2015.

As at 30 June 2018, the Group had utilized approximately HK\$43.7 million for marketing and promotion to overseas merchants and setting up offices and marketing teams in the PRC and Europe, approximately HK\$46.8 million for the B2B cross-border e-commerce and payment business, approximately HK\$295.0 million for securities investment, securities brokerage and money lending business in Hong Kong, approximately HK\$22.0 million for the repayment of promissory note issued by the Company and approximately HK\$52.0 million for general working capital or potential acquisition opportunities.

As at 30 June 2018, the Group had unutilized net proceeds of approximately HK\$32.5 million which will be deployed for the B2B cross-border e-commerce and payment business.

資本負債比率

於二零一八年六月三十日，本集團一般透過內部產生之現金流量及股東權益為其營運提供資金，並無尚未償還銀行貸款及借貸。

股本架構

於截至二零一八年六月三十日止六個月內，本公司之法定股本為600,000,000港元（分為2,000,000,000股每股面值0.0003港元之股份）。於本期間，法定股本並無變動。

匯率

本期間內之大部分銷售均以美元列值，而本集團之開支大部分以美元、人民幣及港元列值。儘管本集團目前並無設有任何對沖政策以對沖上述交易可能產生之外匯風險，惟管理層團隊將會持續評估外匯風險，旨在將外匯波動對本集團業務營運之影響減至最低。

集資活動及所得款項用途

本公司已於二零一五年四月十三日完成配售，及配售之所得款項淨額約為492,000,000港元。於二零一五年十二月三十一日，本公司議決改變未獲動用之所得款項淨額約372,000,000港元之用途。詳情請參閱本公司日期為二零一五年三月六日、二零一五年四月十三日及二零一五年十二月三十一日之公佈。

於二零一八年六月三十日，本集團已動用約43,700,000港元用於向海外商戶進行市場推廣及宣傳以及於中國及歐洲設立辦事處及市場推廣團隊，約46,800,000港元用於企業對企業跨境電子商務及支付業務，約295,000,000港元用於在香港證券投資、證券經紀及放債業務，約22,000,000港元用於償還本公司所發行之承兌票據及約52,000,000港元撥作一般營運資金或用於潛在收購機遇。

於二零一八年六月三十日，本集團擁有未獲動用之所得款項淨額約32,500,000港元，將用於企業對企業跨境電子商務及支付業務。

Significant Investments

As at 30 June 2018, total market value for the financial assets at fair value through profit or loss of the Group was approximately HK\$69.7 million and recorded a net fair value gain of approximately HK\$8.8 million. The financial assets at fair value through profit or loss were mainly comprised of investments in WLS Holdings Limited (HK Stock Code: 8021) of approximately HK\$25.2 million, China Investment and Finance Group Limited (HK Stock Code: 1226) of approximately HK\$10.8 million and China National Culture Group Limited (HK Stock Code: 745) of approximately HK\$7.3 million.

Significant Acquisitions or Disposals

During the six months ended 30 June 2018, there were no material acquisitions or disposals of subsidiaries and associated companies.

Contingent Liabilities

Two wholly-owned subsidiaries of the Company, namely Mondial Communications Limited ("MCL") and Suncorp Communications Limited ("SCL") have initially, received two notices of statutory demands dated 10 March 2011 from a firm of solicitors for and acting on behalf of a former subsidiary of the Company in liquidation, demanding payment of HK\$91,177,872 due by MCL and HK\$128,785,748 due by SCL to the aforesaid former subsidiary (the "Claims"). The Company has sought legal advice and has vigorously defended against the Claims since then. MCL and SCL received the same statutory demands again dated 19 July 2011 in relation to the Claims.

As far as the Directors are aware, the Claims by Suncorp Industrial Limited ("SIL") (in liquidation) in both statutory demands against SCL and MCL related to debts which have previously been fully written off or impairment have been made at the books of SCL and MCL at the year ended 31 December 2007, and accordingly there is no such debts in the accounts and records of SCL and MCL at any financial year ended 31 December 2008 with SIL.

By an Order made on 1 June 2011, the Liquidators were sanctioned to take out legal proceedings in the name and on behalf of the SIL (in liquidation) against the Company, SCL and MCL. However, no legal action or winding-up proceedings had even been taken by the Liquidators against the Company or SCL or MCL up to the date hereof.

The Company had disposed of its entire interest in SCL and MCL in April 2014. Based on the legal advice sought, disposition of SCL and MCL by the Company would not affect the Order made by the Court on 1 June 2011. However, as previously set out, based on legal advice sought, as the Claims sought have already been fully set-off, there is no solid legal foundation on the part of the liquidators of SIL to mount any claim against the Company.

重要投資

於二零一八年六月三十日，本集團按公平值計入損益之金融資產之總市值約為69,700,000港元並錄得公平值收益淨額約8,800,000港元。按公平值計入損益之金融資產主要包括於滙隆控股有限公司（香港股份代號：8021）、中國投融資集團有限公司（香港股份代號：1226）及中國國家文化產業集團有限公司（香港股份代號：745）之投資分別為約25,200,000港元、約10,800,000港元及約7,300,000港元。

重大收購或出售

於截至二零一八年六月三十日止六個月內，概無進行重大收購或出售附屬公司及聯營公司。

或然負債

本公司兩間全資附屬公司萬達鈴通訊有限公司（「萬達鈴通訊」）及新確通訊有限公司（「新確通訊」）原先收到一間律師行（代表正在清盤的本公司前附屬公司）發出的兩項法定要求償債書通知（日期為二零一一年三月十日），要求萬達鈴通訊及新確通訊分別向上述的前附屬公司支付應付的91,177,872港元及128,785,748港元（「申索」）。本公司已於其後尋求法律意見並已對申索提出積極抗辯。萬達鈴通訊及新確通訊於二零一一年七月十九日就有關申索再次收到相同的法定要求償債書通知。

就董事所知，新確實業有限公司（「新確實業」）（清盤中）在其針對新確通訊及萬達鈴通訊之兩份法定要求償債書通知中所提出之申索，乃關於新確通訊及萬達鈴通訊先前在截至二零零七年十二月三十一日止年度之賬冊中已悉數撇銷或計提減值之債務，因此於新確通訊及萬達鈴通訊截至二零零八年十二月三十一日止財政年度之賬目及記錄中並無有關新確實業之任何相關債務。

根據於二零一一年六月一日作出之命令，清盤人獲准以新確實業（清盤中）之名義及代其向本公司、新確通訊及萬達鈴通訊提出法律程序。然而，直至本公佈日期，清盤人並無對本公司或新確通訊或萬達鈴通訊採取法律行動或清盤程序。

本公司已於二零一四年四月出售其於新確通訊及萬達鈴通訊之全部權益。根據所取得之法律意見，本公司出售新確通訊及萬達鈴通訊將不會影響法院於二零一一年六月一日作出之命令。然而，誠如上文所載，根據所取得之法律意見，由於有關申索已經悉數抵銷，因此新確實業之清盤人對本公司提出之任何申索並無有力的法律理據。

Save and except the Claims and an unsubstantiated complaint advanced by the liquidator of SIL against the Company and its directors concerning the operation of SIL before its liquidation, as at 30 June 2018, no member of the Group was engaged in any litigation or arbitration of material importance and there was no litigation or claim of material importance known to the Directors to be pending or threatened against any member of the Group.

As at 30 June 2018, the Group and the Company do not have any significant contingent liabilities.

Employees

The Group's emolument policies are formulated on the performance of employees with reference to the market condition. The Board may exercise its discretion to grant share options to the executive directors and employees as an incentive to their contribution to the Group. During the period under review, no share options had been granted by the Group to the directors and employees in accordance with the share option scheme.

DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS IN SHARES

As at 30 June 2018, the interests and short positions of the Directors, chief executive and their associates in the shares, underlying shares or debentures of the Company and its associated corporations (within the meaning of the Part XV of the Securities and Futures Ordinance (the "SFO") (i) which were required to be notified to the Company and The Stock Exchange of Hong Kong Limited (the "Stock Exchange") pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they were taken or deemed to have under such provisions of the SFO); or (ii) which were required, pursuant to section 352 of the SFO, to be entered in the register referred to therein; or (iii) which were required to be notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") set out in Appendix 10 of the Listing Rules were as follows:

Long Position

Ordinary shares of HK\$0.0003 each of the Company

Name of directors

董事姓名

Wang Zhen Dong	王振東
Malcolm Stephen JACOBS-PATON	Malcolm Stephen JACOBS-PATON

除了有關申索以及新確實業的清盤人就新確實業於清盤前的營運而對本公司及其董事提出無根據的申訴，於二零一八年六月三十日，本集團概無成員公司涉及任何重大訴訟或仲裁，就董事所知本集團任何成員公司亦概無面臨任何待決或可能提出之重大訴訟或申索。

於二零一八年六月三十日，本集團及本公司並無任何重大或然負債。

僱員

本集團之酬金政策，乃參考市況就僱員之表現而制定。董事會可酌情授予執行董事及僱員購股權，作為彼等對本集團貢獻之獎勵。於回顧期間，本集團並無根據購股權計劃向董事及僱員授出購股權。

董事及主要行政人員之股份權益

於二零一八年六月三十日，董事、主要行政人員及彼等之聯繫人士在本公司及其相聯法團（定義見證券及期貨條例（「證券及期貨條例」）第XV部）之股份、相關股份或債權證中，擁有(i)根據證券及期貨條例第XV部第7及8分部須知會本公司及香港聯合交易所有限公司（「聯交所」）之權益及淡倉（包括根據證券及期貨條例之有關條文彼等被計作或視為擁有之權益或淡倉）；或(ii)根據證券及期貨條例第352條須記錄於根據該條所存置之登記冊之權益及淡倉；或(iii)根據上市規則附錄十所載之上市發行人董事進行證券交易之標準守則（「標準守則」）而須知會本公司及聯交所之權益及淡倉如下：

好倉

本公司每股面值0.0003港元之普通股

Name of directors		No. of		Percentage of the issued share capital of the Company (Note 1)
		underlying shares held in options granted under the Share	Option Scheme	
董事姓名		No. of shares held	就根據購股權計劃授出之購股權而持有之相關股份數目	佔本公司已發行股本之百分比
		所持股份數目		(附註1)
Wang Zhen Dong	王振東	-	126,800,000	0.83
Malcolm Stephen JACOBS-PATON	Malcolm Stephen JACOBS-PATON	2,500,780	20,000,000	0.15

Note:

1. The percentage shareholding is calculated on the basis of the Company's issued share capital of 15,215,731,320 as at 30 June 2018.

SHARE OPTIONS

On 4 May 2012, a share option scheme (the "Share Option Scheme") was adopted by shareholders at the annual general meeting, under which the Directors may, at their discretion, grant share options to eligible persons including Directors and employees and consultants to subscribe share in the Company. The Board had granted to eligible grantees the share options to subscribe for 156,631,500 ordinary shares of HK\$0.0003 each on 7 October 2013 under the Share Option Scheme. On 10 December 2014, the Board had granted to eligible grantees the share options to subscribe for 1,268,000,000 ordinary shares of HK\$0.0003 each under the Share Option Scheme. On 1 September 2016, the Board had granted to eligible grantees the share options to subscribe for 1,510,000,000 ordinary shares of HK\$0.0003 each under the Share Option Scheme.

At 30 June 2018, the number of shares in respect of which share options could be exercisable under the terms of the Share Option Scheme was 1,889,364,600 shares, representing approximately 12.42% the shares of the Company in issue at that date. All share options are currently held by directors, employees and consultants of the Group.

During the six months ended 30 June 2018, no share options were exercised.

Saved as disclosed above, at no time during the six months ended 30 June 2018 was the Company or any of its subsidiaries a party to any arrangements to enable the Directors to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate.

附註：

1. 該股權百分比是根據本公司於二零一八年六月三十日之已發行股本15,215,731,320股計算。

購股權

於二零一二年五月四日，股東於股東週年大會上採納一項購股權計劃（「購股權計劃」），據此，董事可按其酌情權授出購股權予合資格人士（包括董事、僱員及顧問），以認購本公司股份。董事會於二零一三年十月七日根據購股權計劃向合資格承授人授出可認購156,631,500股每股面值0.0003港元之普通股之購股權。於二零一四年十二月十日，董事會根據購股權計劃向合資格承授人授出可認購1,268,000,000股每股面值0.0003港元之普通股之購股權。於二零一六年九月一日，董事會根據購股權計劃向合資格承授人授出可認購1,510,000,000股每股面值0.0003港元之普通股之購股權。

於二零一八年六月三十日，根據購股權計劃之條款可予行使之購股權涉及之股份數目為1,889,364,600股，相當於本公司在該日之已發行股份的約12.42%。目前所有購股權乃由本集團董事、僱員及顧問持有。

於截至二零一八年六月三十日止六個月內，並無購股權獲行使。

除上文所披露者外，本公司或其任何附屬公司於截至二零一八年六月三十日止六個月任何時間概無訂立任何安排，以使董事可透過收購本公司或任何其他法團之股份或債權證而獲益。

SUBSTANTIAL SHAREHOLDERS' INTERESTS IN SHARES

As at 30 June 2018, save as disclosed below, the Directors and the chief executive of the Company were not aware of any other person (other than the Directors and the chief executive of the Company) who had, or was deemed to have, interests or short positions in the shares or underlying shares, which would fall to be disclosed to the Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO, or who was directly or indirectly interested in 5% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of any member of the Group.

主要股東之股份權益

除下文所披露者外，就本公司董事及主要行政人員所知，於二零一八年六月三十日，並無任何其他人士（本公司董事及主要行政人員除外）於股份或相關股份中擁有或視為擁有任何權益或淡倉而須根據證券及期貨條例第XV部第2及3分部之條文向本公司及聯交所披露，或直接或間接擁有附帶權利可在任何情況可於本集團任何成員公司之股東大會上投票之任何類別股本面值5%或以上權益。

Name of shareholder with over 5% shareholding 持有超過5%股權之股東姓名/名稱	Capacity 身份	Nature of Interest 權益性質	Long or short position 好倉或淡倉	Number of shares 股份數目	Percentage of the issued share capital of the Company (Note 1) 佔本公司已發行股本之百分比 (附註1)
Orchid Touch Limited (Note 2) (附註2)	Controlled Company's Interest 受控制公司之權益	Corporate Interest 公司權益	Long Position 好倉	904,930,000	5.95%
So Ka Yan (Note 2) 蘇嘉欣 (附註2)	Beneficial Owner 實益擁有人	Beneficial Interest 實益權益	Long Position 好倉	904,930,000	5.95%
Cloud Dynasty (Macau) Limited (Note 3) (附註3)	Controlled Company's Interest 受控制公司之權益	Corporate Interest 公司權益	Long Position 好倉	1,000,000,000	6.57%
Chan Sin Ying (Note 3) 陳倩瑩 (附註3)	Beneficial Owner 實益擁有人	Beneficial Interest 實益權益	Long Position 好倉	1,000,000,000	6.57%
Sung Kwan Wun 宋君媛	Beneficial Owner 實益擁有人	Beneficial Interest 實益權益	Long Position 好倉	1,016,370,000	6.67%
Eugene Finance International Limited (Note 4) (附註4)	Controlled Company's Interest 受控制公司之權益	Corporate Interest 公司權益	Long Position 好倉	1,300,000,000	8.54%
Xiao Lili (Note 4) 肖梨利 (附註4)	Beneficial Owner 實益擁有人	Beneficial Interest 實益權益	Long Position 好倉	1,300,000,000	8.54%
Li Ronghua 李榮華	Beneficial Owner 實益擁有人	Beneficial Interest 實益權益	Long Position 好倉	1,300,000,000	8.54%

Notes:

- The percentage shareholding is calculated on the basis of the Company's issued share capital of 15,215,731,320.
- Orchid Touch Limited ("Orchid Touch") is directly interested in 904,930,000 shares in the Company. Orchid Touch is wholly owned by So Ka Yan. So Ka Yan is therefore deemed to be interested in 904,930,000 shares in the Company.

附註：

- 該股權百分比乃根據本公司之已發行股本15,215,731,320股計算。
- Orchid Touch Limited (「Orchid Touch」) 直接擁有904,930,000股本公司股份之權益。Orchid Touch由蘇嘉欣全資擁有。因此，蘇嘉欣被視為於904,930,000股本公司股份中擁有權益。

3. Cloud Dynasty (Macau) Limited (“Cloud Dynasty”) is directly interested in 1,000,000,000 shares in the Company. Cloud Dynasty is wholly owned by Chan Sin Ying. Chan Sin Ying is therefore deemed to be interested in 1,000,000,000 shares in the Company.
4. Eugene Finance International Limited (“Eugene Finance”) is directly interested in 1,300,000,000 shares in the Company. Eugene Finance is wholly owned by Xiao Lili. Xiao Lili is therefore deemed to be interested in 1,300,000,000 shares in the Company.

AUDIT COMMITTEE

The Audit Committee provides an important link between the Board and the Company’s auditors in matters coming within the scope of the audit of the Company. The Audit Committee was established in March 2000 with defined written terms of reference which describe the authorities and duties of the Audit Committee. The Audit Committee currently consists of two members, all of whom are independent non-executive Directors (“INEDs”) namely Ms. Lu Bei Lin and Mr. Man Yuan. The unaudited financial statements of the Group for the six months ended 30 June 2018 have been reviewed by the Audit Committee.

CORPORATE GOVERNANCE

The Company is committed to high standards of good corporate governance practices and procedures. The corporate governance principles of the Company emphasize a quality Board, sound internal control, transparency, independence and accountability to all shareholders.

Throughout the period, the Group had applied the principles as set out in the Code of Corporate Governance Practices (the “CG Code”) in Appendix 14 of the Listing Rules, except for the deviations as follows:

Chairman and Chief Executive Officer

Pursuant to Code Provision A.2.1 of the CG Code, the roles of chairman and chief executive officer should be separate and should not be performed by the same individual. However, in view of the current business nature of the Company, the Board opines that it is not necessary to appoint a chairman or chief executive officer and daily operation of the Group is delegated to different executive Directors, department heads and various committees. In this circumstances, the Board considers that the present practice has already addressed the concerns of the CG Code in this respect.

3. Cloud Dynasty (Macau) Limited (「Cloud Dynasty」) 直接擁有 1,000,000,000 股本公司股份之權益。Cloud Dynasty 由陳倩瑩全資擁有。因此，陳倩瑩被視為於 1,000,000,000 股本公司股份中擁有權益。
4. Eugene Finance International Limited (「Eugene Finance」) 直接擁有 1,300,000,000 股本公司股份之權益。Eugene Finance 由肖梨利全資擁有。因此，肖梨利被視為於 1,300,000,000 股本公司股份中擁有權益。

審核委員會

審核委員會就有關本公司審核工作範圍內的事宜為董事會與本公司核數師之間提供重要連繫。審核委員會於二零零零年三月成立並以書面具體列明審核委員會之職權和職責範圍。審核委員會目前有兩名成員，彼等皆為獨立非執行董事（「獨立非執行董事」），即陸蓓琳女士及滿圓先生。審核委員會已審閱本集團截至二零一八年六月三十日止六個月之未經審核財務報表。

企業管治

本公司致力維持高水平之良好企業管治常規及程序。本公司之企業管治原則著重優秀之董事會、穩健之內部監控、透明度、獨立性及向全體股東問責。

於本期間，本集團已應用上市規則附錄十四企業管治常規守則（「企業管治守則」）所載的原則，惟以下偏離情況除外：

主席及行政總裁

根據企業管治守則之守則條文 A.2.1，主席及行政總裁之角色應予區分及不應由同一人兼任。然而，鑑於本公司目前之業務性質，董事會認為毋須委任主席或行政總裁，而本集團之日常運作乃授權予不同執行董事、部門主管及不同委員會負責。有鑑於此，董事會認為目前之常規已經回應企業管治守則在此方面之關注。

Non-Executive Directors

Pursuant to Code Provision A.4.1 of the CG Code, non-executive directors should be appointed for a specific term subject to re-election. None of the existing non-executive Directors and INEDs are engaged on specific term, and it constituted a deviation from Code Provision A.4.1 of the CG Code. However all Directors, including non-executive Directors and INEDs are subject to retirement by rotation at each annual general meeting at least once every three years under the Company's Bye-laws. In the circumstances, the Board considers that the present practice has already addressed the concerns of the CG Code in this respect.

Attendance of Annual General Meeting

Pursuant to Code Provision A.6.7 of the CG Code, independent non-executive directors and other non-executive directors should attend general meetings and develop a balanced understanding of the views of the shareholders. Due to other pre-arranged business commitments, Ms. Lu Bei Lin and Mr. Man Yuan, being the independent non-executive directors of the Company, were not present at the annual general meeting of the Company held on 31 May 2018.

MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code set out in Appendix 10 of the Listing Rules as its own code of conduct regarding directors' securities transaction. Based on specific enquiry of all the Directors, the Directors have complied with the required standard as set out in the Model Code throughout the six months ended 30 June 2018.

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

During the six months ended 30 June 2018, there was no purchase, sale or redemption by the Company or any of its subsidiaries of the Company's listed securities.

By Order of the Board
SunCorp Technologies Limited
Wang Zhen Dong
Executive Director

Hong Kong, 28 August 2018

非執行董事

根據企業管治守則之守則條文A.4.1，非執行董事之委任應有指定任期，並須接受重新選舉。概無現任非執行董事及獨立非執行董事以指定任期委任，此舉構成與企業管治守則之守則條文A.4.1之偏離。然而，根據本公司之公司細則，於每屆股東週年大會上，全體董事（包括非執行董事及獨立非執行董事）均須至少每三年輪值退任一次。有鑑於此，董事會認為目前之常規已經回應企業管治守則在此方面之關注。

出席股東週年大會

根據企業管治守則之守則條文A.6.7，獨立非執行董事及其他非執行董事應出席股東大會，對股東的意見有公正的了解。由於其他預先安排之業務承諾，本公司獨立非執行董事陸蓓琳女士及滿圓先生未能出席於二零一八年五月三十一日舉行之本公司股東週年大會。

董事進行證券交易之標準守則

本公司已採納上市規則附錄十所載之標準守則，作為其本身有關董事進行證券交易之行為守則。根據對全體董事作出特定查詢後所知，董事於截至二零一八年六月三十日止六個月內已遵守標準守則所載之規定標準。

購買、出售或贖回本公司之上市證券

於截至二零一八年六月三十日止六個月內，本公司或其任何附屬公司概無購買、出售或贖回本公司之上市證券。

承董事會命
新確科技有限公司
執行董事
王振東

香港，二零一八年八月二十八日