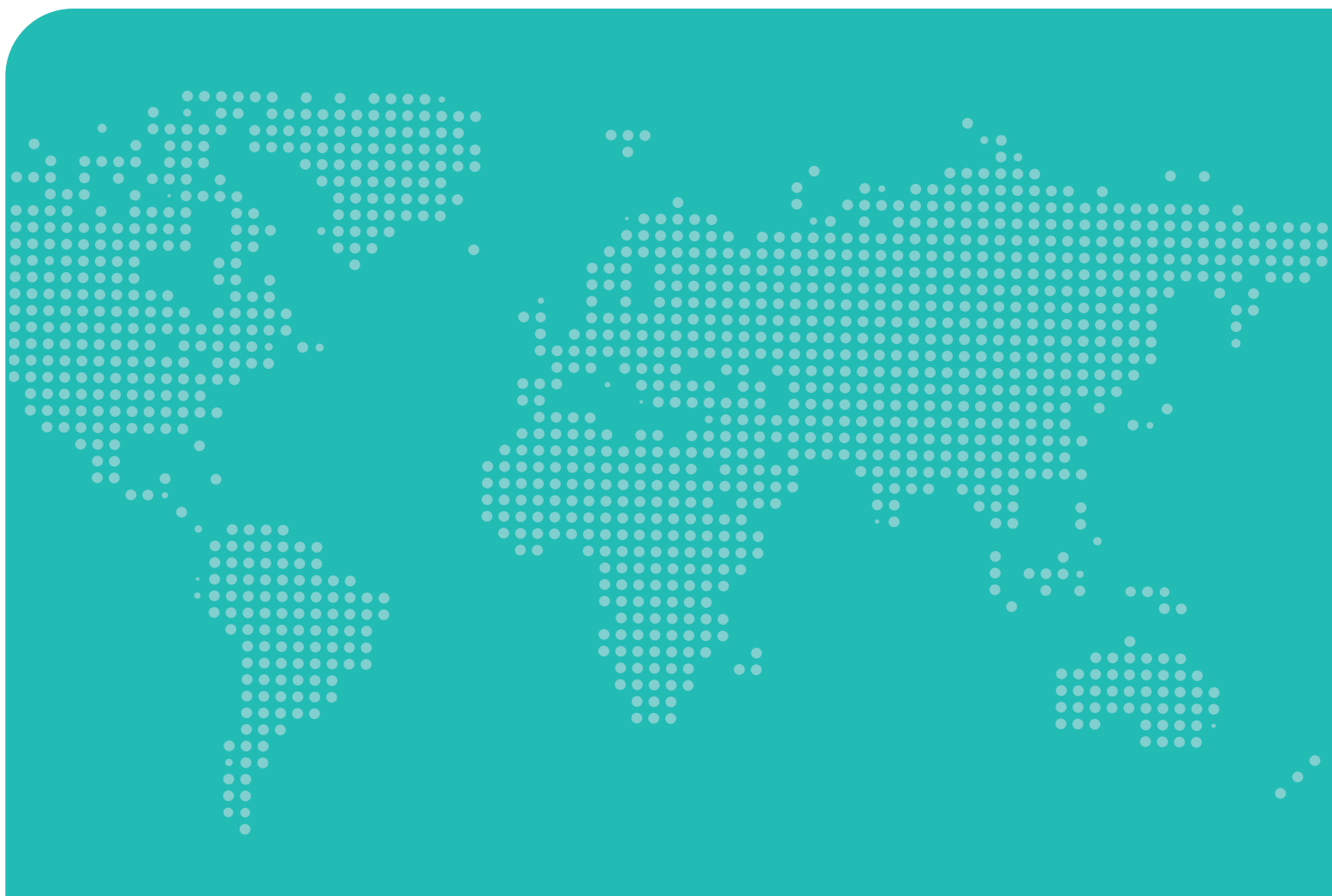


2017 INTERIM REPORT 中期報告

Life Healthcare Group Limited
蓮和醫療健康集團有限公司
(Incorporated in the Cayman Islands with limited liability)
(於開曼群島註冊成立之有限公司)
Stock Code 股份代碼 :00928



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Corporate Information 公司資料

EXECUTIVE DIRECTORS

Mr. Hua Yunbo (*Chairman and President*)

Ms. Shan Hua (*Chief Executive Officer*)

NON-EXECUTIVE DIRECTOR

Dr. Feng Xiaogang

INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Liu Xinghua

Mr. Zhou Jian

Mr. Zheng Chunlei

Ms. Zhang Xuyang

AUDIT COMMITTEE

Ms. Zhang Xuyang (*Chairman*)

Mr. Zhou Jian

Mr. Zheng Chunlei

REMUNERATION COMMITTEE

Mr. Zhou Jian (*Chairman*)

Ms. Shan Hua

Ms. Zhang Xuyang

NOMINATION COMMITTEE

Mr. Liu Xinghua (*Chairman*)

Mr. Hua Yunbo

Mr. Zheng Chunlei

COMPANY SECRETARY

Mr. Chung Yuk Lun

HONG KONG LEGAL ADVISER

Sidley Austin

AUDITOR

SHINEWING (HK) CPA Limited

43/F, Lee Garden One

33 Hysan Avenue

Causeway Bay

Hong Kong

執行董事

华云波先生(主席兼總裁)

单华女士(行政總裁)

非執行董事

馮曉剛博士

獨立非執行董事

刘兴华先生

周健先生

郑春雷先生

张旭阳女士

審核委員會

张旭阳女士(主席)

周健先生

郑春雷先生

薪酬委員會

周健先生(主席)

单华女士

张旭阳女士

提名委員會

刘兴华先生(主席)

华云波先生

郑春雷先生

公司秘書

鍾育麟先生

香港法律顧問

盛德律師事務所

核數師

信永中和(香港)會計師事務所有限公司

香港

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希慎道33號

利園一期43樓

Corporate Information 公司資料

PRINCIPAL BANKER

The Hongkong and Shanghai Banking Corporation Limited

REGISTERED OFFICE

Cricket Square, Hutchins Drive
P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

PRINCIPAL OFFICE IN HONG KONG

Unit 3, 10/F
Bank of East Asia Harbour View Centre
No. 56 Gloucester Road
Wanchai
Hong Kong

COMPANY'S WEBSITE

www.lifehealthcare.com

CAYMAN ISLANDS PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE

SMP Partners (Cayman) Limited
3rd Floor, Royal Bank House
24 Shedden Road, George Town
Grand Cayman KY1-1110
Cayman Islands

HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

Tricor Tengis Limited
Level 22, Hopewell Centre
183 Queen's Road East
Hong Kong

LISTING INFORMATION

The Stock Exchange of Hong Kong Limited
Stock Code: 00928

主要往來銀行

香港上海滙豐銀行有限公司

註冊辦事處

Cricket Square, Hutchins Drive
P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

香港主要辦事處

香港
灣仔
告士打道56號
東亞銀行港灣中心
10樓3室

公司網站

www.lifehealthcare.com

開曼群島主要股份過戶登記處

SMP Partners (Cayman) Limited
3rd Floor, Royal Bank House
24 Shedden Road, George Town
Grand Cayman KY1-1110
Cayman Islands

香港股份過戶登記分處

卓佳登捷時有限公司
香港
皇后大道東183號
合和中心22樓

上市資料

香港聯合交易所有限公司
股份代號：00928

Report on Review of Interim Financial Information 中期財務資料審閱報告



SHINEWING (HK) CPA Limited
43/F., Lee Garden One
33 Hysan Avenue
Causeway Bay, Hong Kong

信永中和(香港)
會計師事務所有限公司
香港銅鑼灣
希慎道33號利園一期43樓

To the board of directors of Life Healthcare Group Limited

致蓮和醫療健康集團有限公司董事會

INTRODUCTION

We have reviewed the condensed consolidated financial statements of Life Healthcare Group Limited (the "Company") and its subsidiaries set out on pages 6 to 32, which comprise the condensed consolidated statement of financial position as of 30 September 2017 and the related condensed consolidated statement of profit or loss and other comprehensive income, condensed consolidated statement of changes in equity and condensed consolidated statement of cash flows for the six-month period then ended, and other explanatory notes. The Main Board Listing Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited require the preparation of a report on interim financial information to be in compliance with the relevant provisions thereof and Hong Kong Accounting Standard ("HKAS") 34 "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants. The directors of the Company are responsible for the preparation and presentation of these condensed consolidated financial statements in accordance with HKAS 34. Our responsibility is to express a conclusion on these condensed consolidated financial statements based on our review, and to report our conclusion solely to you, as a body, in accordance with our agreed terms of engagement, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

緒言

本核數師(以下簡稱「我們」)已審閱第6至32頁所載蓮和醫療健康集團有限公司(「貴公司」)及其附屬公司之簡明綜合財務報表，當中包括於二零一七年九月三十日之簡明綜合財務狀況表，以及截至該日止六個月期間之相關簡明綜合損益及其他全面收益表、簡明綜合權益變動表以及簡明綜合現金流量表與其他說明附註。香港聯合交易所有限公司主板證券上市規則規定編製中期財務資料報告須符合其所載有關條文及香港會計師公會所頒佈香港會計準則(「香港會計準則」)第34號「中期財務報告」。貴公司董事之責任是根據香港會計準則第34號編製及呈列此等簡明綜合財務報表。我們之責任是根據我們之審閱對此等簡明綜合財務報表作出結論，並按照委聘之協定條款僅向全體成員報告。除此以外，我們之報告不可用作其他用途。我們並不就本報告之內容對任何其他人士承擔任何責任或接受任何義務。

Report on Review of Interim Financial Information 中期財務資料審閱報告

SCOPE OF REVIEW

We conducted our review in accordance with Hong Kong Standard on Review Engagements 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Hong Kong Institute of Certified Public Accountants. A review of these condensed consolidated financial statements consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Hong Kong Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

OTHER MATTER

The condensed consolidated financial statements of the Group for the period ended 30 September 2016 were published by the Company on 30 November 2016 which were not reviewed by the then auditor or by us.

CONCLUSION

Based on our review, nothing has come to our attention that causes us to believe that the condensed consolidated financial statements are not prepared, in all material respects, in accordance with HKAS 34.

SHINEWING (HK) CPA Limited
Certified Public Accountants
Kwan Chi Fung

Practising Certificate Number: P06614
Hong Kong
29 November 2017

審閱範圍

我們已根據香港會計師公會頒佈之香港審閱委聘準則第2410號「由實體之獨立核數師審閱中期財務資料」進行審閱。審閱此等簡明綜合財務報表包括向主要負責財務及會計事宜之人員作出查詢，並應用分析及其他審閱程序。審閱之範圍遠較根據香港審計準則進行審核之範圍為小，故我們無法保證能夠知悉在審核中可能識別之一切重大事宜。因此，我們不會發表審核意見。

其他事宜

貴公司於二零一六年十一月三十日刊發 貴集團截至二零一六年九月三十日止期間之簡明綜合財務報表，惟未經當時核數師或我們審閱。

結論

按照我們之審閱，我們並無發現任何事宜令我們相信簡明綜合財務報表在各重大方面未有根據香港會計準則第34號編製。

信永中和(香港)會計師事務所有限公司
執業會計師
關志峰

執業證書號碼：P06614
香港
二零一七年十一月二十九日

Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income 簡明綜合損益及其他全面收益表

For the six months ended 30 September 2017 截至二零一七年九月三十日止六個月

		Unaudited 未經審核 Six months ended 30 September 截至九月三十日止六個月	
		2017 二零一七年 HK\$'000 千港元	2016 二零一六年 HK\$'000 千港元
	Notes 附註		
Turnover	營業額	25,928	7,386
Cost of sales and services	銷售及服務成本	(12,648)	(4,999)
Gross profit	毛利	13,280	2,387
Other income and gain	其他收入及收益	837	443
Selling and distribution costs	銷售及分銷成本	(19,932)	(562)
Administrative and other expenses	行政及其他開支	(34,109)	(17,101)
Share of results of an associate	分佔一家聯營公司之業績	(4,227)	(76)
Operating loss	經營虧損	(44,151)	(14,909)
Finance costs	財務費用	-	(103)
Loss before taxation	除稅前虧損	(44,151)	(15,012)
Income tax	所得稅	(323)	(247)
Loss for the period	期內虧損	(44,474)	(15,259)
Other comprehensive income (expense) that may be reclassified subsequently to profit or loss:	日後可能重新分類至損益之其他全面收入(開支):		
Exchange differences arising from translations	換算所產生匯兌差額	3,512	(1,534)
Share of foreign currency reserve of an associate	分佔一家聯營公司之外幣換算儲備	3,659	-
Fair value gain on available-for-sale investment	可供出售投資之公平值收益	388	-
Total comprehensive expense for the period	期內全面開支總額	(36,915)	(16,793)
Loss for the period attributable to:	以下人士應佔期內虧損:		
Owners of the Company	本公司擁有人	(43,074)	(14,573)
Non-controlling interests	非控股權益	(1,400)	(686)
		(44,474)	(15,259)
Total comprehensive expense for the period attributable to:	以下人士應佔期內全面開支總額:		
Owners of the Company	本公司擁有人	(35,501)	(16,115)
Non-controlling interests	非控股權益	(1,414)	(678)
		(36,915)	(16,793)
Loss per share	每股虧損		(Restated) (重列)
— Basic and diluted (HK cents)	— 基本及攤薄(港仙)	(0.89)	(0.54)

Condensed Consolidated Statement of Financial Position 簡明綜合財務狀況表

As at 30 September 2017 於二零一七年九月三十日

		Notes 附註	Unaudited 未經審核 30 September 2017 二零一七年 九月三十日 HK\$'000 千港元	Audited 經審核 31 March 2017 二零一七年 三月三十一日 HK\$'000 千港元
Non-current assets	非流動資產			
Intangible asset	無形資產		6,444	–
Property, plant and equipment	物業、廠房及設備	11	20,073	16,219
Goodwill	商譽		–	–
Trademark	商標		–	–
Interest in an associate	於一家聯營公司之權益	12	66,802	57,370
			93,319	73,589
Current assets	流動資產			
Available-for-sale investment	可供出售之投資	13	20,388	–
Inventories	存貨		6,534	3,676
Loan receivables	應收貸款	14	218,690	86,000
Loan interest receivables	應收貸款利息	14	3,498	4,072
Trade and other receivables	應收貿易及其他應收款項	15	16,839	13,827
Bank balances and cash	銀行結餘及現金		82,811	209,764
			348,760	317,339
Current liabilities	流動負債			
Trade and other payables	應付貿易及其他應付款項	16	18,378	15,789
Tax payable	應付稅項		41	64
			18,419	15,853
Net current assets	流動資產淨值		330,341	301,486
Net assets	資產淨值		423,660	375,075
Capital and reserves	股本及儲備			
Share capital	股本	17	52,586	47,806
Reserves	儲備		370,167	326,874
Total equity attributable to: Owners of the Company	以下人士應佔權益總額： 本公司擁有人		422,753	374,680
Non-Controlling Interest	非控股權益		907	395
Total equity	權益總額		423,660	375,075

Condensed Consolidated Statement of Changes in Equity 簡明綜合權益變動表

For the six months ended 30 September 2017 截至二零一七年九月三十日止六個月

		Attributable to owners of the Company 本公司擁有人應佔									
		Share capital	Share premium	Contributed surplus (Note a)	Translation reserve	Other reserve (Note b)	Available-for-sale reserve	Accumulated losses	Total	Non-controlling interests	Total equity
	Note	股本	股份溢價	繳入盈餘	換算儲備	其他儲備	可供出售儲備	累計虧損	總計	非控股權益	權益總額
	附註	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元
At 1 April 2016 (audited)	於二零一六年四月一日 (經審核)	21,444	849,351	167,780	(2,783)	5,518	-	(976,495)	64,815	-	64,815
Loss for the period	期內虧損	-	-	-	-	-	-	(14,573)	(14,573)	(686)	(15,259)
Other comprehensive income (expense) arising from exchange difference on translations	換算之匯兌差額所產生 其他全面收入(開支)	-	-	-	(1,542)	-	-	-	(1,542)	8	(1,534)
Total comprehensive expense for the period	期內全面開支總額	-	-	-	(1,542)	-	-	(14,573)	(16,115)	(678)	(16,793)
Adjustment to non-controlling interest arising from capital contribution by an associate to a subsidiary of the Group	因一家聯營公司向本集團 一家附屬公司注資調整 非控股權益	-	-	-	-	-	-	-	-	1,954	1,954
Issue of shares for acquisition of an associate	就收購一家聯營公司 發行股份	17	2,459	59,014	-	-	-	-	61,473	-	61,473
At 30 September 2016 (unaudited)	於二零一六年九月三十日 (未經審核)	23,903	908,365	167,780	(4,325)	5,518	-	(991,068)	110,173	1,276	111,449
At 1 April 2017 (audited)	於二零一七年四月一日 (經審核)	47,806	1,176,118	167,780	(8,373)	5,518	-	(1,014,169)	374,680	395	375,075
Loss for the period	期內虧損	-	-	-	-	-	-	(43,074)	(43,074)	(1,400)	(44,474)
Other comprehensive income (expense) arising from exchange difference on translations	換算之匯兌差額所產生 其他全面收入(開支)	-	-	-	3,526	-	-	-	3,526	(14)	3,512
Share of foreign currency translation reserve of an associate	分佔一家聯營公司之 外幣換算儲備	-	-	-	3,659	-	-	-	3,659	-	3,659
Fair value gain on available-for-sale investment	可供出售投資之公平值收益	13	-	-	-	-	388	-	388	-	388
Total comprehensive expense for the period	期內全面開支總額	-	-	-	7,185	-	388	(43,074)	(35,501)	(1,414)	(36,915)
Acquisition of a subsidiary	收購一家附屬公司	10	-	-	-	-	-	-	-	1,926	1,926
Issue of shares under placing, net of issuing expenses	根據配售發行股份， 扣除發行開支	17	4,780	78,794	-	-	-	-	83,574	-	83,574
At 30 September 2017 (unaudited)	於二零一七年九月三十日 (未經審核)	52,586	1,254,912	167,780	(1,188)	5,518	388	(1,057,243)	422,753	907	423,660

Notes:

- (a) The contributed surplus represents the difference between nominal value of the shares of subsidiaries acquired by the Company and the nominal value of the shares of the Company issued for the acquisition pursuant to the reorganisation in April 2002.
- (b) The other reserve represents the release of share options expenses from share options reserve upon exercise of share options.

附註：

- (a) 繳入盈餘指本公司所收購附屬公司股份面值與本公司根據於二零零二年四月之重組進行收購所發行本公司股份面值之差額。
- (b) 其他儲備指購股權行使後自購股權儲備轉出之購股權開支。

Condensed Consolidated Statement of Cash Flows 簡明綜合現金流量表

For the six months ended 30 September 2017 截至二零一七年九月三十日止六個月

		Unaudited 未經審核	
		Six months ended 30 September 截至九月三十日止六個月	
		2017 二零一七年	2016 二零一六年
		HK\$'000 千港元	HK\$'000 千港元
	Note 附註		
Net cash used in operating activities	經營業務所用現金淨額	(175,020)	(93,981)
Net cash used in investing activities:	投資活動所用現金淨額：		
Purchase of available-for-sale investment	購買可供出售投資	13 (20,000)	—
Loan to an associate	向一家聯營公司貸款	(10,000)	—
Purchase of property, plant and equipment	購買物業、廠房及設備	(6,593)	(4,534)
Acquisition of a subsidiary	收購一家附屬公司	10 (1,956)	—
Interest received	已收利息	273	29
Proceed from disposal of property, plant and equipment	出售物業、廠房及設備之所得款項	89	—
Prepayment paid for acquisition of property, plant and equipment	收購物業、廠房及設備之已付預付款項	—	(5,258)
Refund of prepayments for acquisition of intangible asset	收回就收購無形資產支付之預付款項	—	11,802
Purchase of financial assets at fair value through profit or loss	購買按公平值計入損益之財務資產	—	(40,000)
Redemption of financial assets at fair value through profit or loss	贖回按公平值計入損益之財務資產	—	10,588
		(38,187)	(27,373)
Net cash from financing activities:	融資活動所得現金淨額：		
Placing of shares	配售股份	17 86,040	—
Issuing expenses on placing of shares	配售股份之發行開支	(2,466)	—
Repayment of loan to a director	向一名董事償還貸款	—	(10,000)
Drawn down of loans	提取貸款	—	65,233
Capital contribution by an associate to a subsidiary of the Group	一家聯營公司向本集團一家附屬公司之注資	—	2,791
Loans from shareholders	股東貸款	—	50,300
		83,574	108,324
Net decrease in cash and cash equivalents	現金及現金等價物減少淨額	(129,633)	(13,030)
Cash and cash equivalents at 1 April	於四月一日之現金及現金等價物	209,764	65,810
Effect of foreign exchange rate changes	匯率變動之影響	2,680	(447)
Cash and cash equivalents at 30 September, represented by bank balances and cash	於九月三十日之現金及現金等價物，代表銀行結餘及現金	82,811	52,333

Notes to Unaudited Condensed Consolidated Financial Statements 未經審核簡明綜合財務報表附註

For the six months ended 30 September 2017 截至二零一七年九月三十日止六個月

I GENERAL

Life Healthcare Group Limited (formerly known as Tack Fiori International Group Limited, the “Company”) is a company incorporated in the Cayman Islands as an exempted company with limited liability under Companies Law of the Cayman Islands on 12 March 2001 and its shares are listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) as of 29 April 2002. The address of the registered office of the Company is Offshore Incorporations (Cayman) Limited, Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman KY1-1111, the Cayman Islands and the principal place of business of the Company in Hong Kong is at Unit 3, 10/F., Bank of East Asia Harbour View Centre, No. 56 Gloucester Road, Wan Chai, Hong Kong.

The Company is an investment holding company. The Company and its subsidiaries (the “Group”) are principally engaged in, among others, healthcare services, money lending business and securities trading and investments.

Pursuant to a special resolution passed at the extraordinary general meeting held on 2 May 2017, the English name of the Company was changed from “Tack Fiori International Group Limited” to “Life Healthcare Group Limited” and the Chinese name of the Company was changed from “野馬國際集團有限公司” to “蓮和醫療健康集團有限公司”.

The presentation currency of the unaudited condensed consolidated financial statements is Hong Kong dollars (“HK\$”). For the convenience of the unaudited condensed consolidated financial statements users, the results and financial position of the Company and its subsidiaries are presented in HK\$ as the Company’s shares are listed on the Stock Exchange. All values are rounded to the nearest thousand (HK\$’000) except otherwise indicated.

I 一般資料

蓮和醫療健康集團有限公司(前稱野馬國際集團有限公司,「本公司」)為於二零零一年三月十二日根據開曼群島公司法在開曼群島註冊成立之獲豁免有限公司,其股份於二零零二年四月二十九日在香港聯合交易所有限公司(「聯交所」)主板上市,本公司之註冊辦事處為Offshore Incorporations (Cayman) Limited,地址為Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman KY1-1111, the Cayman Islands,而本公司之香港主要營業地點則設於香港灣仔告士打道56號東亞銀行港灣中心10樓3室。

本公司為投資控股公司。本公司及其附屬公司(「本集團」)主要從事(其中包括)健康服務、借貸業務以及證券買賣及投資。

根據於二零一七年五月二日舉行之股東特別大會通過之特別決議案,本公司之英文名稱由「Tack Fiori International Group Limited」更改為「Life Healthcare Group Limited」,本公司之中文名稱則由「野馬國際集團有限公司」更改為「蓮和醫療健康集團有限公司」。

未經審核簡明綜合財務報表之呈列貨幣為港元(「港元」)。由於本公司股份於香港聯合交易所有限公司上市,為方便未經審核簡明綜合財務報表之使用者,本公司及其附屬公司之業績及財務狀況均以港元呈列。除另行說明外,所有價值均調整至最接近之千位數(千港元)。

Notes to Unaudited Condensed Consolidated Financial Statements 未經審核簡明綜合財務報表附註

For the six months ended 30 September 2017 截至二零一七年九月三十日止六個月

2 BASIS OF PREPARATION

The unaudited condensed consolidated financial statements have been prepared in accordance with Hong Kong Accounting Standard 34 "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") as well as with the applicable disclosure requirements of Appendix 16 to the Rules Governing the Listing of Securities on the Stock Exchange.

3 PRINCIPAL ACCOUNTING POLICIES

The unaudited condensed consolidated financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values.

The accounting policies used in the condensed consolidated interim financial information are consistent with those followed in the preparation of the Group's annual consolidated financial statements for the year ended 31 March 2017. In addition, the Group has adopted the following accounting policies on available-for-sale financial assets and intangible assets.

Financial Assets

Available-for-sale financial assets

Available-for-sale financial assets are non-derivatives that are either designated as available-for-sale or are not classified as financial assets at fair value through profit or loss, loans and receivables or held-to-maturity investments. The Group designated certain unlisted private fund in the PRC as available-for-sale financial assets on initial recognition.

Equity and debt securities held by the Group that are classified as available-for-sale financial assets and are traded in an active market are measured at fair value at the end of each reporting period. Changes in the carrying amount of available-for-sale monetary financial assets relating to changes in foreign currency rates, interest income calculated using the effective interest method and dividends on available-for-sale equity investments are recognised in profit or loss. Other changes in the carrying amount of available-for-sale financial assets are recognised in other comprehensive income and accumulated under the heading of available-for-sale reserve. When the investment is disposed of or is determined to be impaired, the cumulative gain or loss previously accumulated in the available-for-sale reserve is reclassified to profit or loss.

2 編製基準

未經審核簡明綜合財務報表乃根據香港會計師公會(「香港會計師公會」)頒佈之香港會計準則第34號「中期財務報告」及聯交所證券上市規則附錄十六之適用披露規定編製。

3 主要會計政策

未經審核簡明綜合財務報表乃按歷史成本基準編製，惟若干按公平值計量之金融工具除外。

簡明綜合中期財務資料所採用之會計政策與編製本集團截至二零一七年三月三十一日止年度之全年綜合財務報表所遵循者一致。此外，本集團已採納以下有關可供出售財務資產及無形資產之會計政策。

財務資產

可供出售財務資產

可供出售財務資產乃指定為可供出售或並非分類為按公平值計入損益之財務資產、貸款及應收款項或持至到期投資之非衍生工具。於初步確認時，本集團將若干中國非上市私募基金指定為可供出售財務資產。

本集團所持有分類為可供出售財務資產且於活躍市場買賣之權益及債務證券按於各報告期末之公平值計量。與按實際利率法計算外幣匯率變動及利息收入有關之可供出售貨幣財務資產之賬面值變動及可供出售權益投資之股息於損益中確認。可供出售財務資產賬面值之其他變動於其他全面收益確認，並於可供出售儲備累計。於投資出售或確定出現減值時，先前於可供出售儲備累計之累計收益或虧損會重新分類至損益。

Notes to Unaudited Condensed Consolidated Financial Statements 未經審核簡明綜合財務報表附註

For the six months ended 30 September 2017 截至二零一七年九月三十日止六個月

3 PRINCIPAL ACCOUNTING POLICIES (Continued)

Intangible Assets

Intangible assets acquired separately

Intangible assets with indefinite useful lives that are acquired separately are carried at cost less any subsequent accumulated impairment losses.

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset are measured at the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in profit or loss in the period when the asset is derecognised.

In the current interim period, the Group has applied, for the first time, the following amendments ("new and revised HKFRSs") issued by the HKICPA which are effective for the Group's financial year beginning 1 April 2017.

Amendments to HKFRSs Annual Improvements to HKFRSs 2014
– 2016 Cycle: Amendments to HKFRS 12

Amendments to HKAS 7 Disclosure Initiative

Amendments to HKAS 12 Recognition of Deferred Tax Assets
for Unrealised Losses

Except as described below, the application of the new and revised HKFRSs in the current interim period has had no material effect on the Group's financial performance and positions for the current and prior periods and/or on the disclosures set out in these condensed consolidated interim financial information.

3 主要會計政策(續)

無形資產

單獨購入之無形資產

單獨購入之具無限可使用年期之無形資產按成本減任何其後累計減值虧損列賬。

無形資產於出售時或預期不能再透過使用或出售取得未來經濟利益時終止確認。終止確認無形資產所產生之收益或虧損按出售所得款項淨額與有關資產賬面值之差額計量，並於終止確認該項資產之期間於損益賬中確認。

於本中期期間，本集團首次應用以下由香港會計師公會頒佈並由二零一七年四月一日開始之本集團財政年度生效之修訂(「新訂及經修訂香港財務報告準則」)。

香港財務報告準則(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年度改進：香港財務報告準則第12號(修訂本)

香港會計準則第7號(修訂本) 披露計劃

香港會計準則第12號(修訂本) 就未變現虧損確認遞延稅項資產

除下文所述者外，於本中期期間應用新訂及經修訂香港財務報告準則對本集團於本期間及過往期間之財務表現及狀況及／或該等簡明綜合中期財務資料所載之披露並無重大影響。

Notes to Unaudited Condensed Consolidated Financial Statements 未經審核簡明綜合財務報表附註

For the six months ended 30 September 2017 截至二零一七年九月三十日止六個月

3 PRINCIPAL ACCOUNTING POLICIES (Continued) Amendments to HKAS 7 Disclosure Initiative

The amendments require entities to provide disclosures that enable users of financial information to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes. The amendments do not prescribe a specific method to fulfill the new disclosure requirements. However, the amendments indicate that one way is to provide a reconciliation between the opening and closing balances for liabilities arising from financing activities.

The application of amendments to HKAS 7 results in additional disclosures on the Group's financing activities, especially reconciliation between the opening and closing balances for liabilities arising from financing activities. The Group will disclose additional information in its annual consolidated financial statements for the year ending 31 March 2018. On initial application of the amendments, the Group is not required to provide comparative information for preceding periods.

4 TURNOVER AND SEGMENT INFORMATION

HKFRS 8 "Operating segments" requires operating segments to be identified on the basis of internal reports about components of the Group that are regularly reviewed by the chief operating decision makers ("CODM") in order to allocate resources to the segment and to assess its performance. Relevant information was reported to the executive directors of the Company, being the CODM, for the purposes of resource allocation and assessment of segment performance focusing on types of goods or services delivered or provided.

The Group is engaged in the following five operating segments for its operations, each of which represents an operating and reportable segment of the Group under HKFRS 8.

3 主要會計政策(續) 香港會計準則第7號(修訂本)披露計劃

修訂要求實體提供能使財務資料使用者評估融資活動所產生之負債變動(包括現金流量所產生之變動及非現金變動)之披露資料。修訂並無指定達成新披露規定之具體方法。然而，修訂指出其中一個方法為提供融資活動所產生負債之期初與期末結餘兩者間之對賬。

應用香港會計準則第7號(修訂本)令本集團就融資活動作出額外披露，特別是融資活動所產生負債之期初與期末結餘兩者間之對賬。本集團將於其截至二零一八年三月三十一日止年度之全年綜合財務報表中披露額外資料。於首次應用修訂時，本集團毋須提供過往期間之比較資料。

4 營業額及分部資料

香港財務報告準則第8號「經營分部」規定，按照本集團各組成部分之內部報告確定經營分部，該等內部報告乃由主要營運決策者(「主要營運決策者」)定期審閱，以便對各分部進行資源分配及表現評估。就資源分配及分部表現評估向本公司執行董事(即主要營運決策者)報告之相關資料集中於所交付貨品或所提供服務之種類。

根據香港財務報告準則第8號，本集團從事以下五個經營分部，各經營分部指本集團之經營及可呈報分部。

Notes to Unaudited Condensed Consolidated Financial Statements 未經審核簡明綜合財務報表附註

For the six months ended 30 September 2017 截至二零一七年九月三十日止六個月

4 TURNOVER AND SEGMENT INFORMATION (Continued)

1. Healthcare services
2. Money lending business
3. Education software products and related services business
4. Apparel retail business
5. Securities trading and investments business

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

For the six months ended 30 September 2017 (Unaudited)

4 營業額及分部資料(續)

1. 健康服務
2. 借貸業務
3. 教育軟件產品及相關服務業務
4. 服裝零售業務
5. 證券買賣及投資業務

以下為本集團按可呈報及經營分部劃分之營業額及業績分析：

截至二零一七年九月三十日止六個月(未經審核)

		Healthcare services	Money lending business	Education software products and related services business	Apparel retail business	Securities trading and investments business	Total
		健康服務	借貸業務	教育軟件產品及相關服務業務	服裝零售業務	證券買賣及投資業務	總計
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元	千港元	千港元
Turnover	營業額						
External sales	對外銷售	20,273	5,514	141	–	–	25,928
Segment (loss) profit	分部(虧損)溢利	(30,417)	1,704	(3,099)	(482)	(11)	(32,305)
Unallocated income	未分配收入						754
Unallocated expenses	未分配支出						(8,373)
Share of result of an associate	分佔一家聯營公司之業績						(4,227)
Loss before taxation	除稅前虧損						(44,151)

Notes to Unaudited Condensed Consolidated Financial Statements 未經審核簡明綜合財務報表附註

For the six months ended 30 September 2017 截至二零一七年九月三十日止六個月

4 TURNOVER AND SEGMENT INFORMATION (Continued)

For the six months ended 30 September 2016 (Unaudited)

4 營業額及分部資料(續)

截至二零一六年九月三十日止六個月
(未經審核)

		Healthcare services	Money lending business	Education software products and related services business	Apparel retail business	Securities trading and investments business	Total
		健康服務	借貸業務	教育軟件 產品及相關 服務業務	服裝零售 業務	證券買賣及 投資業務	總計
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元	千港元	千港元
Turnover	營業額						
External sales	對外銷售	4,830	756	1,311	489	–	7,386
Segment (loss) profit	分部(虧損)溢利	(3,623)	743	(1,685)	(1,642)	(6)	(6,213)
Unallocated income	未分配收入						29
Unallocated expenses	未分配支出						(8,649)
Share of result of an associate	分佔一家聯營公司 之業績						(76)
Finance costs	財務費用						(103)
Loss before taxation	除稅前虧損						(15,012)

The accounting policies of the operating segments are the same as the Group's accounting policies.

Segment (loss) profit represents the (loss) profit resulted in each segment without allocation of other income and gain and unallocated corporate expenses. This is the measure for reporting to the Group's CODM for the purposes of resource allocation and performance assessment.

Segment assets and liabilities

Amounts of segment assets and liabilities of the Group are not reviewed by the Group's CODM or otherwise regularly provided to the CODM, accordingly, segment assets and liabilities are not presented.

經營分部之會計政策與本集團之會計政策相同。

分部(虧損)溢利指各分部所產生(虧損)溢利，並無分配其他收入及收益以及未分配公司支出。此乃就資源分配及表現評估向本集團主要營運決策者匯報之措施。

分部資產及負債

本集團之分部資產及負債金額未經本集團主要營運決策者審閱或以其他方式定期呈交主要營運決策者，故未有呈列分部資產及負債。

Notes to Unaudited Condensed Consolidated Financial Statements 未經審核簡明綜合財務報表附註

For the six months ended 30 September 2017 截至二零一七年九月三十日止六個月

5 FINANCE COSTS

5 財務費用

		Unaudited 未經審核	
		Six months ended 30 September	
		截至九月三十日止六個月	
		2017	2016
		二零一七年	二零一六年
		HK\$'000	HK\$'000
		千港元	千港元
Interest on other loans (Note)	其他貸款之利息(附註)	—	103

Note: No interest was incurred during the six months period ended 30 September 2017. During the six months period ended 30 September 2016, interest was paid for the loans from a third party which were unsecured, interest bearing at 4.35% per annum and repayable within one year, which was fully settled during the same period.

附註：截至二零一七年九月三十日止六個月，概無產生利息。截至二零一六年九月三十日止六個月，利息乃就來自一名第三方之貸款而支付，有關貸款為無抵押、按年利率4.35厘計息及一年內償還，並已於同期悉數償付。

6 LOSS BEFORE TAXATION

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

6 除稅前虧損

除稅前虧損已扣除/(計入)：

		Unaudited 未經審核	
		Six months ended 30 September	
		截至九月三十日止六個月	
		2017	2016
		二零一七年	二零一六年
		HK\$'000	HK\$'000
		千港元	千港元
Cost of inventories recognised as expenses	確認為開支之存貨成本	12,646	940
Depreciation of property, plant and equipment	物業、廠房及設備折舊	3,590	976
(Gain) Loss on disposal of property, plant and equipment	出售物業、廠房及設備之(收益)虧損	(77)	224
Bank interest income	銀行利息收入	(273)	(29)
Legal and professional fees and expenses	法律及專業費用及開支	3,555	1,029

Notes to Unaudited Condensed Consolidated Financial Statements 未經審核簡明綜合財務報表附註

For the six months ended 30 September 2017 截至二零一七年九月三十日止六個月

7 INCOME TAX

7 所得稅

		Unaudited 未經審核	
		Six months ended 30 September 截至九月三十日止六個月	
		2017 二零一七年 HK\$'000 千港元	2016 二零一六年 HK\$'000 千港元
Taxation attributable to the Company and its subsidiaries:	本公司及其附屬公司之 相關稅項：		
Current tax	即期稅項		
Hong Kong Profits Tax	香港利得稅	—	90
PRC Enterprise Income Tax ("EIT")	中國企業所得稅 (「企業所得稅」)	323	157
		323	247

Pursuant to the laws and regulations of the Cayman Islands and the British Virgin Islands ("BVI"), the Group is not subject to any income tax in the Cayman Islands and BVI for both interim periods.

根據開曼群島及英屬處女群島(「英屬處女群島」)法律及法規，於兩個中期期間，本集團毋須於開曼群島及英屬處女群島繳納任何所得稅。

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

香港利得稅乃就該兩個中期期間之估計應課稅溢利按稅率16.5%計算。

No provision for Hong Kong Profits Tax has been made as the Group did not have any assessable profits subject to Hong Kong Profits Tax for the current interim period.

由於本集團在本中期期間概無任何須繳納香港利得稅之應課稅溢利，故並無就香港利得稅計提撥備。

Under the Law of PRC on Enterprise Income Tax (the "EIT Law") and Implementation Regulation of the EIT Law, the tax rate of the PRC subsidiaries is 25% for both interim periods. Income tax represents PRC Enterprise Income Tax provided based on the assessable profit of PRC subsidiaries.

根據中國企業所得稅法(「企業所得稅法」)及企業所得稅法實施條例，中國附屬公司於該兩個中期期間之稅率為25%。所得稅指按中國附屬公司應課稅溢利計提撥備之中國企業所得稅。

Notes to Unaudited Condensed Consolidated Financial Statements 未經審核簡明綜合財務報表附註

For the six months ended 30 September 2017 截至二零一七年九月三十日止六個月

8 DIVIDENDS

No dividends were paid, declared or proposed during both interim periods. The directors have determined that no dividend will be paid in respect of the current interim period.

9 LOSS PER SHARE

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

8 股息

於兩段中期期間概無派付、宣派或建議派付任何股息。董事議決不會就本中期期間派付股息。

9 每股虧損

本公司擁有人應佔每股基本及攤薄虧損乃按以下數據計算：

		Unaudited 未經審核 Six months ended 30 September 截至九月三十日止六個月	
		2017 二零一七年 HK\$'000 千港元	2016 二零一六年 HK\$'000 千港元
Loss	虧損		
Loss for the period attributable to the owners of the Company for the purposes of basic and diluted loss per share	計算每股基本及攤薄虧損之本公司擁有人應佔期內虧損	(43,074)	(14,573)

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For the six months ended 30 September 2017 截至二零一七年九月三十日止六個月

9 LOSS PER SHARE (Continued)

9 每股虧損(續)

		Unaudited 未經審核	
		Six months ended 30 September	
		截至九月三十日止六個月	
		2017	2016
		二零一七年	二零一六年
		'000	'000
		千股	千股
			(Restated)* (重列)*
Number of shares	股份數目		
Weighted average number of ordinary shares during the period for the purposes of basic and diluted loss per share	計算每股基本及攤薄虧損之期內普通股加權平均數	4,845,926	2,687,423

* The weighted average number of shares for the purpose of basic and diluted loss per share has been adjusted for rights issue on 8 March 2017.

* 計算每股基本及攤薄虧損之股份加權平均數已就於二零一七年三月八日之供股作出調整。

There were no share options outstanding during the six months period ended 30 September 2017 and 2016.

截至二零一七年及二零一六年九月三十日止六個月期間並無尚未行使購股權。

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For the six months ended 30 September 2017 截至二零一七年九月三十日止六個月

10 ACQUISITION OF ASSETS THROUGH ACQUISITION OF A SUBSIDIARY

On 10 May 2017, the Group acquired 70% equity interest in 天津蓮和醫學檢驗所有限公司 (Tianjin Lianhe Clinical Laboratory Limited*) (formerly known as 天津康信醫學檢驗所有限公司 (Tianjin Kangxin Clinical Laboratory Limited*)), incorporated in Tianjin of PRC ("Tianjin Laboratory"), from an independent third party, settled by a cash consideration of RMB4,000,000 (equivalent to approximately HK\$4,494,000). The acquisition of Tianjin Laboratory was in substance an acquisition of an intangible asset for a Practice License of Medical Institution* (醫療機構執業許可證) owned by Tianjin Laboratory.

The effect of acquisition is summarised as follows:

Consideration transferred

		Unaudited 未經審核 HK\$'000 千港元
Cash consideration paid	已付現金代價	2,247
Cash consideration payable	應付現金代價	2,247
Total	總計	4,494

10 透過收購一家附屬公司收購資產

於二零一七年五月十日，本集團向一名獨立第三方收購天津蓮和醫學檢驗所有限公司(前稱天津康信醫學檢驗所有限公司，其於中國天津註冊成立，「天津檢驗所」)70%股權，以現金代價人民幣4,000,000元(相當於約4,494,000港元)償付。收購天津檢驗所實質上乃收購天津檢驗所擁有醫療機構執業許可證之無形資產。

收購之影響概述如下：

所轉讓代價

* For identification purpose only 僅供識別

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10 ACQUISITION OF ASSETS THROUGH ACQUISITION OF A SUBSIDIARY (Continued)

Asset (liabilities) recognised at the date of acquisition

10 透過收購一家附屬公司收購資產(續)

於收購日期確認之資產(負債)

		Unaudited 未經審核 HK\$'000 千港元
Intangible asset	無形資產	6,444
Property, plant and equipment	物業、廠房及設備	31
Bank balances and cash	銀行結餘及現金	291
Trade and other receivables	應收貿易及其他應收款項	710
Inventories	存貨	121
Other payables	其他應付款項	(1,177)
		6,420
Less: 30% non-controlling interest	減：30%非控股權益	(1,926)
		4,494

Net cash outflow arising on acquisition

收購所產生之現金流出淨額

		Unaudited 未經審核 HK\$'000 千港元
Cash consideration paid	已付現金代價	(2,247)
Bank balances and cash acquired	所收購銀行結餘及現金	291
		(1,956)

Notes to Unaudited Condensed Consolidated Financial Statements 未經審核簡明綜合財務報表附註

For the six months ended 30 September 2017 截至二零一七年九月三十日止六個月

11 PROPERTY, PLANT AND EQUIPMENT

During the current interim period, additions to the Group's property, plant and equipment amounted to HK\$6,593,000 (six months ended 30 September 2016: HK\$4,534,000). In addition, the Group disposed of certain property, plant and equipment with an aggregate carrying amount of approximately HK\$12,000 (six months ended 30 September 2016: HK\$224,000).

12 INTEREST IN AN ASSOCIATE

11 物業、廠房及設備

於本中期期間，本集團添置6,593,000港元(截至二零一六年九月三十日止六個月：4,534,000港元)之物業、廠房及設備。此外，本集團出售賬面總值約為12,000港元(截至二零一六年九月三十日止六個月：224,000港元)之若干物業、廠房及設備。

12 於一家聯營公司之權益

		Unaudited 未經審核 At 30 September 2017 於二零一七年 九月三十日 HK\$'000 千港元	Audited 經審核 At 31 March 2017 於二零一七年 三月三十一日 HK\$'000 千港元
Cost of investments in an associate	於一間聯營公司之投資成本	65,129	65,129
Share of post-acquisition losses and other comprehensive income	分佔收購後虧損及其他全面收益	(8,327)	(7,759)
		56,802	57,370
Loan to an associate	向一家聯營公司提供之貸款	10,000	-
		66,802	57,370

During the period, the Group advances a loan to the associate with principal amount of HK\$10,000,000, which is unsecured, carries interest at 3% per annum and is subject to renewal on 31 December 2017. The loan is considered as a quasi investment in the associate.

期內，本集團向聯營公司墊付本金額為10,000,000港元之貸款，有關貸款為無抵押、按年利率3厘計息及須於二零一七年十二月三十一日重續。該筆貸款被視為於聯營公司之准投資。

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13 AVAILABLE-FOR-SALE INVESTMENT

Available-for-sale investment comprises:

13 可供出售投資

可供出售投資包括：

		Unaudited 未經審核 At 30 September 2017 於二零一七年 九月三十日 HK\$'000 千港元	Audited 經審核 At 31 March 2017 於二零一七年 三月三十一日 HK\$'000 千港元
Unlisted investment:	非上市投資：		
— Unlisted private fund in the PRC	— 中國之非上市私募基金	20,388	—

The unlisted private fund represented a fund managed by private fund manager registered and approved by the Asset Management Association of China and is measured as fair value. Please refer to the Company's announcement dated 4 May 2017 for further details of the fund.

非上市私募基金指經中國證券投資基金業協會註冊及批准為私募投資基金經理所管理並按公平值計量之基金。基金之進一步詳情請參閱本公司日期為二零一七年五月四日之公佈。

14 LOAN RECEIVABLES

14 應收貸款

		Unaudited 未經審核 At 30 September 2017 於二零一七年 九月三十日 HK\$'000 千港元	Audited 經審核 At 31 March 2017 於二零一七年 三月三十一日 HK\$'000 千港元
Secured loan receivables	應收有抵押貸款	218,690	86,000

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14 LOAN RECEIVABLES (Continued)

At 30 September 2017, loans to third parties with an aggregate principal amounting to HK\$218,690,000 (31 March 2017: HK\$86,000,000) are secured, bear interest ranging from 0% to 19% per annum and are repayable within one year and thus classified as current assets. The loan receivables are due for settlement at the date specified in the respective loan agreement.

As at 30 September 2017, loan receivables amounting to HK\$218,690,000 (31 March 2017: HK\$86,000,000) together with interest receivables arising from the above loans of approximately HK\$3,498,000 (31 March 2017: HK\$4,072,000) classified as loan interest receivables were guaranteed by independent third parties to the Group and secured by the corresponding borrowers' equity interest.

During the current interim period, the directors of the Company have individually assessed and considered that there is no indication of impairment on the loan and interest receivables. No impairment loss of loan and loan interest receivables was recognised in profit or loss.

The ageing analysis of loan receivables based on the loans draw down date at the end of the reporting periods is as follows:

		Unaudited 未經審核 At 30 September 2017 於二零一七年 九月三十日 HK\$'000 千港元	Audited 經審核 At 31 March 2017 於二零一七年 三月三十一日 HK\$'000 千港元
1 to 90 days	1 至 90 日	204,682	–
91 to 180 days	91 至 180 日	14,008	66,000
Over 180 days	180 日以上	–	20,000
		218,690	86,000

14 應收貸款(續)

於二零一七年九月三十日，借予第三方本金總額218,690,000港元(二零一七年三月三十一日：86,000,000港元)之貸款為有抵押、按年利率介乎0厘至19厘計息及須於一年內償還，故分類為流動資產。應收貸款於各貸款協議所指定之日期到期清償。

於二零一七年九月三十日，應收貸款218,690,000港元(二零一七年三月三十一日：86,000,000港元)連同上述貸款所產生之利息約3,498,000港元(二零一七年三月三十一日：4,072,000港元)分類為應收貸款利息，並獲本集團獨立第三方擔保及以相應借方之股權作抵押。

於本中期期間，本公司董事已個別評估應收貸款及利息並認為並無減值跡象。概無於損益確認應收貸款及貸款利息之減值虧損。

於報告期末，按貸款提取日期呈列應收貸款之賬齡分析如下：

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14 LOAN RECEIVABLES (Continued)

The ageing analysis of loan receivables based on the due date at the end of the reporting periods is as follows:

14 應收貸款(續)

於報告期末，按到期日呈列應收貸款之賬齡分析如下：

		Unaudited 未經審核 At 30 September 2017 於二零一七年 九月三十日 HK\$'000 千港元	Audited 經審核 At 31 March 2017 於二零一七年 三月三十一日 HK\$'000 千港元
Neither past due nor impaired	未逾期亦未減值	218,690	10,000
Past due:	已逾期：		
1 to 90 days	1至90日	–	76,000
		218,690	86,000

Included in the Group's loan receivables are debtors with aggregate amount of HK\$ nil (31 March 2017: HK\$76,000,000) which are past due at the end of the reporting period for which the Group has not provided for impairment loss. The amount was recoverable, after taking into account of the full settlement received subsequent to the year end date.

本集團應收貸款包括總額為零港元(二零一七年三月三十一日：76,000,000港元)之應收賬款，其於報告期末已逾期，而本集團概無就此計提減值虧損。經計及於年結日後悉數償付款項後，有關款項可予收回。

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14 LOAN RECEIVABLES (Continued)

Loan interest receivables

Loan interest receivables represented interest accrued on the loan receivables not yet due according to the terms of the relevant loan agreement.

The ageing analysis of loan interest receivables based on the loans draw down date at the end of the reporting periods is as follows:

		Unaudited 未經審核 At 30 September 2017 於二零一七年 九月三十日 HK\$'000 千港元	Audited 經審核 At 31 March 2017 於二零一七年 三月三十一日 HK\$'000 千港元
1 to 90 days	1至90日	3,332	–
91 to 180 days	91至180日	166	3,618
Over 180 days	180日以上	–	454
		3,498	4,072

The ageing analysis of loan interest receivables based on the due date at the end of the reporting periods is as follows:

		Unaudited 未經審核 HK\$'000 千港元	Audited 經審核 HK\$'000 千港元
Neither past due nor impaired	未逾期亦未減值	3,498	3,618
Past due:	已逾期：		
1 to 90 days	1至90日	–	454
		3,498	4,072

Included in the Group's loan interest receivables are debtors with aggregate amount of HK\$ nil (31 March 2017: HK\$454,000) which are past due at the end of the reporting period for which the Group has not provided for impairment loss. The directors of the Company believed that the amount was recoverable, after taking into account of the full settlement received subsequent to the year end date.

14 應收貸款(續)

應收貸款利息

應收貸款利息指根據相關貸款協議之條款尚未到期應收貸款所累計之利息。

於報告期末，按貸款提取日期呈列應收貸款利息之賬齡分析如下：

		Unaudited 未經審核 At 30 September 2017 於二零一七年 九月三十日 HK\$'000 千港元	Audited 經審核 At 31 March 2017 於二零一七年 三月三十一日 HK\$'000 千港元
1 to 90 days	1至90日	3,332	–
91 to 180 days	91至180日	166	3,618
Over 180 days	180日以上	–	454
		3,498	4,072

於報告期末，按到期日呈列應收貸款利息之賬齡分析如下：

		Unaudited 未經審核 HK\$'000 千港元	Audited 經審核 HK\$'000 千港元
Neither past due nor impaired	未逾期亦未減值	3,498	3,618
Past due:	已逾期：		
1 to 90 days	1至90日	–	454
		3,498	4,072

本集團應收貸款利息包括總額為零港元(二零一七年三月三十一日：454,000港元)之應收賬款，其於報告期末已逾期，而本集團概無就此計提減值虧損。經計及於年結日後悉數償付款項後，本公司董事相信有關款項可予收回。

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For the six months ended 30 September 2017 截至二零一七年九月三十日止六個月

15 TRADE AND OTHER RECEIVABLES

15 應收貿易及其他應收款項

		Unaudited 未經審核 At 30 September 2017 於二零一七年 九月三十日 HK\$'000 千港元	Audited 經審核 At 31 March 2017 於二零一七年 三月三十一日 HK\$'000 千港元
Trade receivables	應收貿易款項	409	537
Prepayments and deposits	預付款項及按金	14,103	8,091
Other receivables	其他應收款項	2,327	5,199
		16,839	13,827

During the period ended 30 September 2017, no credit period was granted for healthcare services since all settlements were received in advance. For the year ended 31 March 2017, for receivables from sales of education software products and provision of technical support services, the Group allows a credit period ranging from 30–180 days. For receivables from healthcare services, the Group allows a credit period ranging from 30–180 days.

截至二零一七年九月三十日止期間，概無就健康服務給予信貸期，原因為所有結算均為預付款項。截至二零一七年三月三十一日止年度，就銷售教育軟件產品及提供技術支援服務之應收款項而言，本集團給予之信貸期介乎30至180日。就健康服務之應收款項而言，本集團給予之信貸期介乎30至180日。

Notes to Unaudited Condensed Consolidated Financial Statements 未經審核簡明綜合財務報表附註

For the six months ended 30 September 2017 截至二零一七年九月三十日止六個月

15 TRADE AND OTHER RECEIVABLES (Continued)

The following is an aged analysis of trade receivables presented based on the invoice date at the end of the reporting period:

		Unaudited 未經審核 At 30 September 2017 於二零一七年 九月三十日 HK\$'000 千港元	Audited 經審核 At 31 March 2017 於二零一七年 三月三十一日 HK\$'000 千港元
Within 90 days	90日內	–	147
91–180 days	91至180日	–	–
181–365 days	181至365日	–	390
Over 1 year	1年以上	409	–
		409	537

15 應收貿易及其他應收款項(續)

於報告期末，按發票日期呈列應收貿易款項之賬齡分析如下：

16 TRADE AND OTHER PAYABLES

		Unaudited 未經審核 At 30 September 2017 於二零一七年 九月三十日 HK\$'000 千港元	Audited 經審核 At 31 March 2017 於二零一七年 三月三十一日 HK\$'000 千港元
Trade payables	應付貿易款項	2,247	2,345
Deposit received	預收款項	3,889	8,422
Accruals and other payables	應計費用及其他應付款項	12,242	5,022
		18,378	15,789

16 應付貿易及其他應付款項

Included in other payables as at 30 September 2017, balance of approximately HK\$1,176,000 (31 March 2017: HK\$ nil) is payable to an associate in relation to certain advances received.

於二零一七年九月三十日，其他應付款項包括結餘約1,176,000港元(二零一七年三月三十一日：零港元)，乃就若干已收墊款應付一家聯營公司之款項。

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For the six months ended 30 September 2017 截至二零一七年九月三十日止六個月

16 TRADE AND OTHER PAYABLES (Continued)

The following is an aged analysis of trade payables presented based on the invoice date at the end of the reporting period:

		Unaudited 未經審核 At 30 September 2017 於二零一七年 九月三十日 HK\$'000 千港元	Audited 經審核 At 31 March 2017 於二零一七年 三月三十一日 HK\$'000 千港元
Within 90 days	90日內	1,847	1,131
91 to 180 days	91至180日	309	1,214
181 to 365 days	181至365日	91	-
		2,247	2,345

Included in trade payables as at 31 March 2017, balance of approximately HK\$503,000 (At 30 September 2017: HK\$ nil) was a payable to an associate in relation to the subcontracting services and purchases of goods.

The credit period granted by suppliers is normally 30 to 90 days. The Group has financial risk management policies in place to ensure that all payables are settled within the credit timeframe.

16 應付貿易及其他應付款項(續)

於報告期末，按發票日期呈列應付貿易款項之賬齡分析如下：

		Unaudited 未經審核 At 30 September 2017 於二零一七年 九月三十日 HK\$'000 千港元	Audited 經審核 At 31 March 2017 於二零一七年 三月三十一日 HK\$'000 千港元
Within 90 days	90日內	1,847	1,131
91 to 180 days	91至180日	309	1,214
181 to 365 days	181至365日	91	-
		2,247	2,345

於二零一七年三月三十一日，應付貿易款項包括結餘約503,000港元(於二零一七年九月三十日：零港元)，乃就外判承包服務及購買貨品應付一家聯營公司之款項。

供應商給予之信貸期一般介乎30至90日。本集團已制訂財務風險管理政策，確保所有應付款項於信貸期限內清償。

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For the six months ended 30 September 2017 截至二零一七年九月三十日止六個月

17 SHARE CAPITAL

17 股本

		Number of shares 股份數目	Share capital 股本 HK\$'000 千港元
Authorised:	法定：		
Ordinary shares of HK\$0.01 each	每股面值0.01港元之普通股		
At 1 April 2016, 30 September 2016, 1 April 2017 and 30 September 2017	於二零一六年四月一日、 二零一六年九月三十日、 二零一七年四月一日及 二零一七年九月三十日	50,000,000,000	500,000
Issued and fully paid:	已發行及繳足：		
Ordinary shares of HK\$0.01 each	每股面值0.01港元之普通股		
At 1 April 2016 (audited)	於二零一六年四月一日(經審核)	2,144,421,760	21,444
Issue of shares for acquisition of an associate	就收購一家聯營公司發行股份	245,890,890	2,459
At 30 September 2016 (unaudited)	於二零一六年九月三十日(未經審核)	2,390,312,650	23,903
Issue of shares under rights issue	根據供股發行股份	2,390,312,650	23,903
At 31 March 2017 (audited)	於二零一七年三月三十一日 (經審核)	4,780,625,300	47,806
Issue of shares under placing (Note)	根據配售發行股份(附註)	478,000,000	4,780
At 30 September 2017 (unaudited)	於二零一七年九月三十日(未經審核)	5,258,625,300	52,586

Note:

On 6 September 2017, the Company completed a placing of 478,000,000 placing shares at a placing price of HK\$0.18 per share, with issuing expenses of approximately HK\$2,466,000. Please refer to the announcement of the Company dated 6 September 2017 for further details.

附註：

於二零一七年九月六日，本公司完成配售478,000,000股配售股份，配售價為每股0.18港元，發行開支約為2,466,000港元。進一步詳情請參閱本公司日期為二零一七年九月六日之公佈。

Notes to Unaudited Condensed Consolidated Financial Statements 未經審核簡明綜合財務報表附註

For the six months ended 30 September 2017 截至二零一七年九月三十日止六個月

18 FAIR VALUE MEASUREMENTS OF FINANCIAL INSTRUMENTS

Certain Group's financial assets and financial liabilities are measured at fair value at the end of each reporting period. The fair values of these financial assets and financial liabilities 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).

As at 30 September 2017, the Group's available-for-sale investment was measured at Level 2 where fair value measurements are based on the net asset value of the funds, determined with reference to observable price of underlying investment portfolio and adjustments of related expenses. There is no transfer between different levels of the fair value hierarchy for the six months ended 30 September 2017.

The directors of the Company consider that the carrying amounts of financial assets and liabilities recorded at amortised cost in the unaudited condensed consolidated financial statements approximate their fair values.

18 財務工具之公平值計量

本集團若干財務資產及財務負債按於各報告期末之公平值計量。該等財務資產及財務負債公平值(尤其是所採用之估值技術及輸入數據),以及公平值計量所屬公平值級別(第一至三級)之劃分乃按照公平值計量輸入數據之可觀察程度而釐定。

- 第一級公平值計量指以在活躍市場就相同資產或負債取得之報價(未經調整)進行之計量;
- 第二級公平值計量指以第一級報價以外之資產或負債之可觀察輸入數據(無論是直接(即價格)或間接(即按價格推算))進行之計量;及
- 第三級公平值計量指透過運用並非基於可觀察市場數據之資產或負債輸入數據(不可觀察輸入數據)之估值技術進行之計量。

於二零一七年九月三十日,本集團之可供出售投資按第二級計量,而公平值計量乃根據基金之資產淨值並參考相關投資組合之可觀察價格及有關開支之調整釐定。截至二零一七年九月三十日止六個月,公平值不同級別之間並無轉移。

本公司董事認為,於未經審核簡明綜合財務報表按攤銷成本記錄之財務資產及負債賬面值與其公平值相若。

Notes to Unaudited Condensed Consolidated Financial Statements 未經審核簡明綜合財務報表附註

For the six months ended 30 September 2017 截至二零一七年九月三十日止六個月

19 CAPITAL COMMITMENTS

19 資本承擔

		Unaudited 未經審核 At 30 September 2017 於二零一七年 九月三十日 HK\$'000 千港元	Audited 經審核 At 31 March 2017 於二零一七年 三月三十一日 HK\$'000 千港元
Contracted for but not provided for in the condensed consolidated financial statements in respect of:	就以下各項已訂約但未於簡明綜合財務報表中撥備：		
— property, plant and equipment	— 物業、廠房及設備	135	3,329

20 CONTINGENT LIABILITIES AND PLEDGE OF ASSETS

The Group has no significant contingent liabilities and pledge of assets at the end of the reporting period.

20 或然負債及資產抵押

於報告期末，本集團並無任何重大或然負債及資產抵押。

21 EVENT AFTER THE END OF THE REPORTING PERIOD

On 25 October 2017, the Company granted an aggregate of 525,860,000 share options to certain eligible participants at an exercise price of HK\$0.1804 per share for a period of 10 years. The grant will enable the participants to subscribe in aggregate of 525,860,000 new shares of HK\$0.01 each.

21 報告期末後事項

於二零一七年十月二十五日，本公司向若干合資格參與者授出合共525,860,000份購股權，行使價為每股0.1804港元，為期10年，參與者將可認購合共525,860,000股每股面值0.01港元之新股份。

Other Information 附加資料

FINANCIAL RESULTS

Turnover

For the six months ended 30 September 2017, the Group recorded a turnover of approximately HK\$25.93 million (six months ended 30 September 2016: HK\$7.39 million), representing an increase of approximately 251.05% as compared to the corresponding period last year. Such increase in turnover was primarily attributable to the revenue of HK\$20.27 million generated from healthcare services segment. The Group's overall gross profit margin was 51.20% (six months ended 30 September 2016: 32.32%). During the six months ended 30 September 2017, the Group's overall gross profit was primarily attributable to the healthcare services and money lending segments (six months ended 30 September 2016: attributable to the healthcare services and education software products and related service segments).

Loss for the interim period

The Group's loss for the six months ended 30 September 2017 was approximately HK\$44.47 million (six months ended 30 September 2016: HK\$15.26 million), representing an increase of approximately 191.46% as compared to the corresponding period last year. The increase in loss was principally attributable to (i) the increase in selling, distribution costs and administrative expenses as a result of the increase in marketing and promotion expenses from the healthcare services business; (ii) the increase in the share of loss from an associate including the share of amortisation of intangible assets of approximately HK\$4.23 million, which was partially offset by (i) the increase in gross profit as a result of gross profit generated from the Group's healthcare services business and money lending business; and (ii) the decrease in loss provided for the Group's apparel retail business.

財務業績

營業額

截至二零一七年九月三十日止六個月，本集團錄得營業額約25,930,000港元(截至二零一六年九月三十日止六個月：7,390,000港元)，較去年同期增加約251.05%。營業額增加主要由於健康服務分部產生之收益20,270,000港元。本集團之整體毛利率為51.20%(截至二零一六年九月三十日止六個月：32.32%)。截至二零一七年九月三十日止六個月，本集團之整體毛利主要源自健康服務分部及借貸分部(截至二零一六年九月三十日止六個月：源自健康服務及教育軟件產品及相關服務分部)。

中期虧損

本集團截至二零一七年九月三十日止六個月之虧損約為44,470,000港元(截至二零一六年九月三十日止六個月：15,260,000港元)，較去年同期增加約191.46%。虧損增加主要歸因於(i)健康服務業務之營銷及推廣開支增加令銷售及分銷成本以及行政開支增加；(ii)分佔一家聯營公司之虧損(包括分佔無形資產攤銷約4,230,000港元)增加，部分為(i)本集團健康服務業務及借貸業務產生之毛利令毛利增加；及(ii)就本集團服裝零售業務撥備之虧損減少所抵銷。

Other Information

附加資料

BUSINESS REVIEW AND PROSPECTS

Healthcare services

In order to diversify and strengthen its revenue streams to maximise returns to the Company's shareholders, the Directors had identified the healthcare industry as a specific area of focus. Throughout last year, the Group kept considering healthcare business as its primary business with strong growing trend, and continually strengthened the healthcare services in genetic testing and health data analysis.

The Group owns one research and development centre and three producing and testing centres in China. Beijing Life Healthcare Clinical Laboratory Limited* (北京蓮和醫學檢驗所有限公司), as the research and development centre of the healthcare business, organises and performs core technologies research and exploitations in the Group. The Group has successfully obtained Practice License of Medical Institution* (醫療機構執業許可證) in its Hangzhou Life Healthcare Clinical Laboratory Limited* (杭州蓮和醫學檢驗所有限公司) and Guangzhou Life Healthcare Clinical Laboratory Limited* (廣州蓮和醫學檢驗實驗室有限公司). Besides, in May 2017, the Group purchased Tianjin Lianhe Clinical Laboratory Limited* (天津蓮和醫學檢驗所有限公司), which had already owned the Practice License of Medical Institution. Hangzhou Life Healthcare Clinical Laboratory Limited, Tianjin Lianhe Clinical Laboratory Limited and Guangzhou Life Healthcare Clinical Laboratory Limited focus on productivity and providing testing and data analysis services for the whole PRC regions. The Group has enhanced its core research capabilities under this structure, and also improved its productivity and provision of services. In the mean time, many new types of products and services had been worked out and implemented during the six months period ended 30 September 2017. At the end of September 2017, the Group's healthcare services market has covered the major cities in Beijing-Tianjin-Hebei, Yangtze River Delta and Pearl River Delta, as well as the cities in the Northwest China.

In coming months, the Group intends to enlarge and diversify the types of its genetic testing products and the health data analysis services, and optimise the cooperation with doctors and hospitals. The aim is to become the provider of a full range of services and solutions for medical and healthcare administration.

業務回顧及前景

健康服務

為多元化發展及鞏固收入來源，從而盡量提高本公司股東回報，董事已選定健康行業作為特定重點領域。去年，本集團一直視增長趨勢強勁之健康行業為其主要業務，並不斷加強有關基因檢測及健康數據分析之健康服務。

本集團於中國擁有一間研發中心及三間生產檢測中心。北京蓮和醫學檢驗所有限公司為健康業務的研發中心，為本集團統籌及進行核心技術之研究與開發。本集團旗下之杭州蓮和醫學檢驗所有限公司及廣州蓮和醫學檢驗實驗室有限公司成功取得醫療機構執業許可證。此外，本集團於二零一七年五月收購已持有醫療機構執業許可證之天津蓮和醫學檢驗所有限公司。杭州蓮和醫學檢驗所有限公司、天津蓮和醫學檢驗所有限公司及廣州蓮和醫學檢驗實驗室有限公司專注於生產力，為全中國地區提供測試及數據分析服務。本集團已提升此架構下之核心研究能力，亦改善其生產力及所提供服務。同時已製訂出多類新產品及服務，並在截至二零一七年九月三十日止六個月期間實施。於二零一七年九月底，本集團之健康服務市場已覆蓋京津冀、長江三角及珠江三角內主要城市以及中國西北部城市。

未來數月，本集團擬擴大及多元化發展其基因檢測產品之種類及健康數據分析服務，並優化與醫生及醫院間之合作。目標乃成為醫療與健康管理機構之全方位服務及解決方案供應商。

* For identification purpose only 僅供識別

Other Information 附加資料

Besides genetic testing and data analysis business, the Group also maintains the business of providing technical services to handle health enquiries from the general public through the implementation of various health application/website platforms. It charged customers by way of pre-payment of the hospital for the purchase of online chats, in which the doctors in the hospitals could identify their potential patients by using the online chats to provide online consultations to the application/website users through the healthcare application/website platforms provided by the suppliers.

For the six months ended 30 September 2017, this segment recorded a turnover of HK\$20.27 million (six months ended 30 September 2016: HK\$4.83 million) representing the turnover generated by genetic testing HK\$12.25 million and health data analysis services and technical service HK\$8.02 million and a loss in segment result of HK\$30.42 million during the six months ended 30 September 2017 (six months ended 30 September 2016: HK\$3.62 million). The increase in segment loss primarily comprises of (i) cost of material and service of HK\$12.62 million, (ii) marketing and promotion expense of HK\$2.62 million, (iii) salary, wages and insurance of HK\$21.93 million, (iv) office rental HK\$2.47 million, (v) legal and professional expense of HK\$1.91 million and (vi) share of result of associate HK\$4.23 million, partially offset by increase in gross revenue of HK\$15.44 million.

除基因檢測及數據分析業務外，本集團亦維持有關提供技術服務之業務，透過各種健康應用程式／網站平台，處理一般公眾之健康查詢。是項服務以醫院預先付款購買線上聊天次數之方式收費，醫院之醫生可透過供應商提供之健康應用程式／網站平台，利用線上聊天向應用程式／網站用戶提供線上診症服務，發現其潛在病人。

截至二零一七年九月三十日止六個月，此分部錄得營業額20,270,000港元(截至二零一六年九月三十日止六個月：4,830,000港元)，指基因檢測所產生之營業額12,250,000港元以及健康數據分析服務及技術服務所產生之營業額8,020,000港元，而截至二零一七年九月三十日止六個月之分部業績為虧損30,420,000港元(截至二零一六年九月三十日止六個月：3,620,000港元)。分部虧損增加主要包括(i)物料及服務成本12,620,000港元；(ii)營銷及推廣開支2,620,000港元；(iii)薪金、工資及保險21,930,000港元；(iv)辦公室租金2,470,000港元；(v)法律及專業費用1,910,000港元；及(vi)分佔聯營公司業績4,230,000港元，部分為收益總額增加15,440,000港元所抵銷。

Other Information

附加資料

Money lending business

During the six months ended 30 September 2017, money lending business recorded a turnover of interest income of HK\$5.51 million (six months ended 30 September 2016: HK\$0.76 million). Gross profit is 100% for both periods since no cost of finance were required under money lending business. The source of funding is primarily from share capital which is a definite advantage for this diversification of business. The segment result covers internal cost allocation from central management and administrative costs. The money lending business provided a stable recurrent revenue to the Group which in turn improved the returns to the Company's shareholders.

Competition in this industry remained intensive. Moreover, compliance with rules and regulations is increasingly demanding. To cope with the market competition, the Group focused on existing customers and leveraged on them and its business associates for referral of new customers. This enabled the Group to build up its customers portfolio gradually. For compliance with rules and regulations and to manage the credit risk, the Group has setup the procedure to proceed with loan transactions.

Looking forward, together with the professional knowledge and extensive experience in money lending business it has built in the past, the Group believes it could consolidate and further expand its money lending business and portfolio in a long run.

Education software products and related services business

Turnover from education software products and related services business was HK\$0.14 million (six months ended 30 September 2016: HK\$1.31 million). This segment recorded a loss of HK\$3.10 million during the current period (six months ended 30 September 2016: HK\$1.69 million). The increase in segment loss for the current period was mainly attributable to the decrease in turnover, as education software products and related services business is no longer the Group's primary business. It would not be the emphasis of the Group's business development.

借貸業務

截至二零一七年九月三十日止六個月，借貸業務錄得利息收入營業額5,510,000港元(截至二零一六年九月三十日止六個月：760,000港元)。於兩個期間的毛利均為100%，原因為借貸業務毋須財務費用。資金來源主要來自股本，對多元化發展此項業務而言具有一定優勢。分部業績涵蓋來自中央管理的內部成本分配及行政成本。借貸業務為本集團帶來穩定之經常性收益，從而提升本公司之股東回報。

此行業的競爭仍然激烈。此外，符合規則及規例的要求越來越高。為應對市場競爭，本集團以現有客戶為重心，利用彼等及其業務夥伴轉介新客戶。此舉有助本集團逐步建立其客戶組合。為符合規則及法規以及管理信貸風險，本集團已建立進行貸款交易的程序。

展望未來，憑藉借貸業務過往所建立之專業知識及豐富經驗，本集團相信此舉長遠可鞏固及進一步擴展借貸業務及組合。

教育軟件產品及相關服務業務

教育軟件產品及相關服務業務之營業額為140,000港元(截至二零一六年九月三十日止六個月：1,310,000港元)。此分部於本期間錄得虧損3,100,000港元(截至二零一六年九月三十日止六個月：1,690,000港元)。本期間分部虧損增加主要由於營業額減少，原因為教育軟件產品及相關服務業務不再為本集團主要業務。其將不屬本集團業務發展重點。

Other Information 附加資料

Apparel retail business

The apparel retail business generated a loss of approximately HK\$0.48 million during the six months ended 30 September 2017 (six months ended 30 September 2016: HK\$1.64 million), representing a decrease of approximately 70.73% when compared with the same period in the previous year. The Group resolved the termination of apparel retail business this year, and the loss in this segment was the maintenance expense during the transitional stage.

Securities trading and investments business

During the current and prior interim periods, the Group had no securities trading activities, while the management is cautious about the performance of the securities trading market and the Group will continue to adopt a prudent approach in securities trading business with a view to strengthen the shareholders' value in the long run.

Available-for-sale investment

On 4 May 2017, the Company entered into a subscription agreement with Shenzhen City William Financial Holding Limited (the "Fund Manager") pursuant to which the Company subscribed for an aggregate amount of HK\$20 million of the units of the William Financial Holding Merger and Acquisition Fund No. 35 (the "Fund"). It's a fixed income instrument. Upon receipt of the redemption request of the Company, the Fund Manager shall return the relevant part of the principal investment amount plus the investment return calculated by fixed rate of 4.75% per annum.

The principal purpose for the Company to subscribe for this Fund is to enhance its income for the presently unutilised cash and additional revenue can be achieved from idle cash. In addition to providing stable and guaranteed income, this Fund also allows for the flexibility of redemption at the Company's request. These features enable the Company to generate steady income from its cash surplus while at the same time, maintain the Company's liquidity position.

In order to maximise returns to the Company's shareholders and ensure the Company's better operation, the management would continue to seek new business opportunities and investment projects suitable for the Company.

服裝零售業務

截至二零一七年九月三十日止六個月，服裝零售業務產生虧損約480,000港元（截至二零一六年九月三十日止六個月：1,640,000港元），較去年同期減少約70.73%。本集團於本年度議決終止服裝零售業務，而此分部虧損屬於過渡階段之維護開支。

證券買賣及投資業務

於本中期期間及上一個中期期間，本集團並無買賣證券。管理層關注證券買賣市場表現，而本集團將繼續就證券買賣業務採取審慎態度，務求鞏固長遠股東價值。

可供出售投資

於二零一七年五月四日，本公司與深圳市威廉金融控股有限公司（「基金經理」）訂立認購協議，據此，本公司認購總金額為20,000,000港元之威廉金融併購35號基金（「基金」）單位。此乃固定收入工具。於接獲本公司之贖回要求後，基金經理須退還相關部分投資本金金額及按固定年利率4.75厘計算之投資回報。

本公司認購此基金之主要目的乃提高其現有未動用現金之收入，致使閒置現金可賺取額外收益。除提供穩定及具保證之收入外，此基金亦給予靈活彈性可應本公司要求贖回。此等特徵令本公司可從其現金盈餘產生穩定收入，同時維持本公司之流動資金狀況。

為盡量提高本公司股東回報及確保本公司更有效營運，管理層繼續尋求適合本公司之新商機和投資項目。

Other Information

附加資料

BOARD OF DIRECTORS

As at the date of this report, the Board comprises two executive Directors, namely, Mr. Hua Yunbo and Ms. Shan Hua, one non-executive Director, namely Dr. Feng Xiaogang and four independent non-executive Directors, namely, Mr. Liu Xinghua, Mr. Zhou Jian, Mr. Zheng Chunlei and Ms. Zhang Xuyang.

The Board has approved the unaudited condensed consolidated financial statements of the Group for the six months ended 30 September 2017. The Board considers that the said financial statements have been prepared in conformity with the generally accepted accounting standards in Hong Kong and the amounts reflected are based on the best estimates and reasonable, informed and prudent judgment of the Board with an appropriate consideration of materiality.

EMPLOYEES AND REMUNERATION POLICY

As at 30 September 2017, the Group employed 214 employees (30 September 2016: 56) excluding directors. The significant increase in headcount was primarily due to the expansion of healthcare services business in PRC. The Group remunerates its employees based on their performance, working experience and prevailing market standards. Employee benefits include share option scheme, medical insurance coverage, mandatory provident fund for Hong Kong employees, and "Five Social Insurances and One Housing Fund" for PRC employees, which is comprised of basic endowment insurance, basic medical insurance, unemployment insurance, employment injury insurance, maternity insurance and housing provident fund, respectively.

LIQUIDITY, FINANCIAL RESOURCES AND CAPITAL STRUCTURE

As at 30 September 2017, the Group had bank balances and cash of approximately HK\$82.81 million (31 March 2017: approximately HK\$209.76 million). The Group mainly relies upon internally generated funds and proceeds from fund raising activities to finance its operations and expansion. The Group had no borrowing as at 30 September 2017.

During the period under review, the Group did not use any financial instruments for hedging purposes.

董事會

於本報告日期，董事會由兩名執行董事(華云波先生及單華女士)、一名非執行董事(馮曉剛博士)及四名獨立非執行董事(劉興華先生、周健先生、鄭春雷先生及張旭陽女士)組成。

董事會已批准本集團截至二零一七年九月三十日止六個月之未經審核簡明綜合財務報表。董事會認為上述財務報表已按香港公認會計準則編製，所示金額建基於董事會最佳估計以及合理、知情及謹慎判斷，並對重要性原則作出適當考慮。

僱員及薪酬政策

於二零一七年九月三十日，本集團聘用214名僱員(不包括董事)(二零一六年九月三十日：56名)。人數大幅增加主要由於擴大在中國之健康服務業務。本集團根據僱員之表現、工作經驗及當時市場標準釐定僱員酬金。僱員福利包括為香港僱員而設之購股權計劃、醫療保險、強制性公積金以及為中國僱員而設之「五險一金」，當中包括基本養老保險、基本醫療保險、失業保險、工傷保險、生育保險及住房公積金。

流動資金、財務資源及資本架構

於二零一七年九月三十日，本集團之銀行結餘及現金約82,810,000港元(二零一七年三月三十一日：約209,760,000港元)。本集團主要倚賴內部產生之資金及集資活動所得款項撥付其營運及擴展所需。於二零一七年九月三十日，本集團並無借貸。

於回顧期間內，本集團並無使用任何財務工具作對沖用途。

Other Information 附加資料

TREASURY POLICIES

The Group seeks to generate profits in its core businesses through the efficient employment of treasury activities. Treasury activities, if and when undertaken by the Group, aims to enhance the return on surplus cash and to assist those core businesses to run smoothly. Efficient management of surplus cash is achieved by conducting short-term treasury activities when opportunities arise.

All subsidiaries shall comply with the Group's treasury objective and policy. The Group has designated subsidiaries to carry out certain short-term treasury activities including securities investment, fund investment and money lending activities, which formed one of the Group's principal activities to broaden the Group's revenue base and achieve better shareholders' return. The investment securities activities, fund investment activities and money lending activities will only be conducted after having considered the actual working capital needs of the Group. Both the treasury activities and the investment policy are subject to review from time to time.

As the deposit rate offered by licensed banks in Hong Kong is minimal, the Group will continue its ordinary course of business to use its surplus cash to conduct treasury activities if and when opportunities arise. The Group foresees potentially attractive return should be able to be generated from treasury activities.

MATERIAL ACQUISITION AND DISPOSAL

During the period under review, the Group did not have any material acquisitions or disposal.

PLEDGE OF ASSETS

During the six months ended 30 September 2017, the Group had no charge on assets.

CONTINGENT LIABILITIES

As at 30 September 2017, the Group had no significant contingent liabilities.

庫務政策

本集團透過有效運用庫務活動，務求令其核心業務可產生溢利。本集團進行庫務活動時，旨在提升盈餘現金回報，並協助此等核心業務暢順運作。本集團在機會出現時進行短期庫務活動，以有效管理盈餘現金。

所有附屬公司須遵循本集團之庫務目標及政策。本集團已指定附屬公司進行證券投資、基金投資及借貸活動等若干短期庫務活動，該等活動構成本集團主要業務之一，以擴闊本集團之收益基礎，並為股東爭取更佳回報。投資證券活動、基金投資活動及借貸活動將於考慮本集團實際營運資金需要後方始進行。本集團須不時檢討庫務活動及投資政策。

由於香港持牌銀行提供之存款利率極低，故於一般業務過程中，本集團將在機會出現時動用其盈餘現金進行庫務活動。本集團預期庫務活動應可產生潛在可觀回報。

重大收購及出售事項

於回顧期間內，本集團並無任何重大收購或出售事項。

資產抵押

截至二零一七年九月三十日止六個月，本集團並無抵押資產。

或然負債

於二零一七年九月三十日，本集團並無重大或然負債。

Other Information 附加資料

FOREIGN EXCHANGE EXPOSURE

The Group recognises most of its revenue and incurs most of the expenditures in RMB or HK\$. The Directors consider that the Group's foreign currency exchange risk is insignificant as the majority of the Group's transactions are denominated in functional currency of each individual group entity. The Group currently does not have a foreign currency hedging policy. However, the Group's management will continue to monitor foreign exchange exposure and will consider hedging significant foreign currency exposure should the need arises.

PROVISION OF FINANCIAL ASSISTANCE AND ADVANCE TO ENTITIES

The Group has entered into a loan agreement as lender during the six months ended 30 September 2017 and, amongst others, the details of the loan agreement which constituted discloseable transaction for the Company under Chapter 14 of the Listing Rules is as follows:

On 7 August 2017, Allied Kingdom Holdings Limited, an indirect wholly owned subsidiary of the Company, as lender, entered into a loan agreement with, among others, an independent borrower in relation to a loan of US\$6 million (equivalent to HK\$46,800,000) for a term of 2 months at an annual interest rate of 10% secured by the entire equity interest of a fellow subsidiary of the borrower. The loan has been repaid in full by the borrower on 13 October 2017.

The aforesaid loan agreement also constituted an advance to an entity under Rules 13.13 and 13.15 of the Listing Rules. For details of the loan agreement, please refer to the announcement of the Company dated 7 August 2017.

AUDIT COMMITTEE

The unaudited condensed consolidated financial statements of the Company for the six months ended 30 September 2017 have not been audited, but have been reviewed by the Company's audit committee (the "Audit Committee") and the Company's auditor. The Audit Committee comprises three independent non-executive directors of the Company. The primary duties of the Audit Committee are, amongst other matters, to communicate with the management of the Company; and review the accounting principles and practices, internal control system, risk management system, interim and annual results of the Group.

外匯風險

本集團確認其大部分收益及所產生之大部分支出均以人民幣或港元計值。董事認為，由於本集團大部分交易以各個別集團實體之功能貨幣計值，故本集團之外匯風險並不重大。本集團目前並無外幣對沖政策。然而，本集團管理層將繼續監察外匯風險，並將於有需要時考慮對沖重大外幣風險。

提供財務資助及向實體提供貸款

截至二零一七年九月三十日止六個月，本集團(作為貸方)已訂立一份貸款協議，而(其中包括)根據上市規則第14章構成本公司之須予披露交易之貸款協議詳情如下：

於二零一七年八月七日，本公司間接全資附屬公司嘉暉控股有限公司(作為貸方)與(其中包括)一名獨立借方訂立貸款協議，內容有關一筆為數6,000,000美元(相當於46,800,000港元)為期兩個月、年利率10厘及以借方同系附屬公司之全部股權作擔保之貸款。借方已於二零一七年十月十三日悉數償還貸款。

根據上市規則第13.13及13.15條，上述貸款協議亦構成向實體提供貸款。有關貸款協議之詳情，請參閱本公司日期為二零一七年八月七日之公佈。

審核委員會

本公司截至二零一七年九月三十日止六個月之未經審核簡明綜合財務報表未經審核，但已由本公司審核委員會(「審核委員會」)及本公司核數師審閱。審核委員會由本公司三名獨立非執行董事組成。審核委員會之主要職責為(其中包括)與本公司管理層溝通，以及審閱本集團之會計原則及慣例、內部監控制度、風險管理制度、中期及年度業績。

Other Information 附加資料

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

For the six months ended 30 September 2017, neither the Company nor any of its subsidiaries purchased, redeemed or sold any of the Company's listed securities except for the placing of 478,000,000 shares at HK\$0.18 each on 15 August 2017 to raise a net proceeds of approximately HK\$83 million for enhancement of the Group's healthcare business in relation to two applications for In Vitro Diagnostic Reagents Registration related to human genetic testing with CFDA, and two potential investments in healthcare industry. For details, please refer to the announcement of the Company dated 15 August 2017.

INTERIM DIVIDEND

The Board did not recommend the payment of an interim dividend for the six months ended 30 September 2017 (six months ended 30 September 2016: nil).

CORPORATE GOVERNANCE

The Company has complied with the code provisions of the Corporate Governance Code (the "CG Code") as set out in Appendix 14 to the Rules (the "Listing Rules") Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Stock Exchange") during the six months ended 30 September 2017, except for the following deviation:

- Code provision A.4.1 of the CG Code provides that non-executive directors should be appointed for a specific term and subject to re-election.

The non-executive director and the independent non-executive directors of the Company were not appointed for specific terms. In accordance with the article 84 of the Articles of Association of the Company, at each annual general meeting, one-third of the directors for the time being (or, if their number is not a multiple of three, the number nearest to but not less than one-third) shall retire from office by rotation provided that every director shall be subject to retirement at an annual general meeting at least once every three years. As such, the Board considers that sufficient measures have been taken to ensure that the Company's corporate governance practices are in line with those of the CG Code.

購買、出售或贖回本公司之上市證券

除於二零一七年八月十五日以每股0.18港元配售478,000,000股股份以籌集約83,000,000港元用於加強本集團之醫療健康業務(關於與食品藥品監管總局進行之人類基因檢測相關之兩項體外診斷試劑註冊申請)及兩項潛在醫療健康行業投資之所得款項淨額外，截至二零一七年九月三十日止六個月，本公司或其任何附屬公司概無購買、贖回或出售本公司任何上市證券。有關詳情請參閱本公司日期為二零一七年八月十五日之公佈。

中期股息

董事會不建議就截至二零一七年九月三十日止六個月派付中期股息(截至二零一六年九月三十日止六個月：無)。

企業管治

本公司於截至二零一七年九月三十日止六個月一直遵守香港聯合交易所有限公司(「聯交所」)證券上市規則(「上市規則」)附錄十四所載企業管治守則(「企業管治守則」)所載守則條文，惟以下偏離情況除外：

- 企業管治守則之守則條文第A.4.1條規定，非執行董事應按明確任期獲委任及須重選連任。

本公司非執行董事及獨立非執行董事並無明確任期。根據本公司之組織章程細則第84條，於每屆股東週年大會上，當時在任董事其中三分之一(或倘人數並非三之倍數，則為最接近但不少於三分之一之數)須輪值退任，惟每名董事至少須每三年於股東週年大會上輪值退任一次。因此，董事會認為已採取足夠措施以確保本公司之企業管治常規符合企業管治守則所規定者。

Other Information

附加資料

COMPLIANCE WITH THE MODEL CODE FOR DIRECTORS' SECURITIES TRANSACTIONS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") contained in Appendix 10 of the Listing Rules as its own code of conduct regarding directors' transactions in the Company's securities. Following specific enquiries by the Company, all Directors confirmed that they have complied with the Model Code during the six months ended 30 September 2017.

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

As at 30 September 2017, the interests and short positions of the directors and chief executive of the Company in shares, underlying shares and debentures of the Company or its associated corporation (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) ("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 Model Code were as follows:

Long positions in ordinary shares of HK\$0.01 each of the Company:

Name of director 董事姓名	Capacity 身份	Number of ordinary shares held 所持普通股數目	Approximate percentage of shareholding 股權概約百分比
Hua Yunbo 华云波	Interest of controlled corporation 受控法團之權益	909,376,000 (Note) (附註)	17.29%
Shan Hua 单华	Interest of controlled corporation 受控法團之權益	909,376,000 (Note) (附註)	17.29%

Note:

These interests are held by Powerful Software Limited which is owned as to 65% and 35% by Merry Cycle Enterprises Limited and Gorgeous Moment Holdings Limited respectively. Merry Cycle Enterprises Limited is wholly-owned by Mr. Hua Yunbo while Gorgeous Moment Holdings Limited is wholly-owned by Ms. Shan Hua. Mr. Hua Yunbo and Ms. Shan Hua are therefore deemed to be interested in the shares of the Company held by Powerful Software Limited for the purpose of the SFO. The interests held by Powerful Software Limited are disclosed under the section headed "SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS AND SHORT POSITION IN SHARES AND UNDERLYING SHARES" below.

遵守董事進行證券交易的標準守則

本公司已採納上市規則附錄十所載上市發行人董事進行證券交易的標準守則(「標準守則」)，作為董事進行本公司證券交易之行為守則。經本公司具體查詢後，全體董事確認彼等於截至二零一七年九月三十日止六個月一直遵守標準守則。

董事及主要行政人員於股份、相關股份及債權證之權益及淡倉

於二零一七年九月三十日，董事及本公司主要行政人員於本公司或其相聯法團(定義見香港法例第571章證券及期貨條例(「證券及期貨條例」)第XV部)之股份、相關股份及債權證中擁有須記錄於本公司根據證券及期貨條例第352條存置之登記冊或根據標準守則須知會本公司及聯交所之權益及淡倉如下：

於本公司每股面值0.01港元之普通股之好倉：

Number of ordinary shares held 所持普通股數目	Approximate percentage of shareholding 股權概約百分比
909,376,000 (Note) (附註)	17.29%
909,376,000 (Note) (附註)	17.29%

附註：

該等權益由Powerful Software Limited持有，而該公司分別由Merry Cycle Enterprises Limited及Gorgeous Moment Holdings Limited擁有65%及35%權益。Merry Cycle Enterprises Limited由华云波先生全資擁有，而Gorgeous Moment Holdings Limited則由单华女士全資擁有。因此，就證券及期貨條例而言，华云波先生及单华女士被視為於Powerful Software Limited所持本公司股份中擁有權益。Powerful Software Limited所持權益於下文「主要股東及其他人士於股份及相關股份之權益及淡倉」一節披露。

Other Information 附加資料

Save as disclosed above and in the section headed "SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS AND SHORT POSITION IN SHARES AND UNDERLYING SHARES" below, as at 30 September 2017, none of the directors, chief executive of the Company or their respective associates had any interests or short positions in the shares, underlying shares or 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 under Section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code.

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

As at 30 September 2017, so far as known to the directors of the Company, the following companies had interests and short positions of 5% or more of the issued share capital and underlying shares of the Company (other than the directors or chief executive of the Company) which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO or which were recorded in the register of interests required to be kept by the Company pursuant to Section 336 of the SFO:

Long positions in ordinary shares of HK\$0.01 each of the Company:

Name of shareholder 股東名稱	Capacity 身份	Number of ordinary shares held 所持普通股數目	Approximate percentage of shareholding 股權概約百分比
Powerful Software Limited (note) (附註)	Beneficial owner 實益擁有人	909,376,000	17.29%
Merry Enterprises Limited (note) (附註)	Interest of controlled corporation 受控法團之權益	909,376,000	17.29%
Gorgeous Moment Holdings Limited (note) (附註)	Interest of controlled corporation 受控法團之權益	909,376,000	17.29%

除上文及下文「主要股東及其他人士於股份及相關股份之權益及淡倉」一節所披露者外，於二零一七年九月三十日，董事、本公司主要行政人員或彼等各自之聯繫人士概無於本公司或其任何相聯法團(定義見證券及期貨條例第XV部)之股份、相關股份或債權證中擁有須記錄於根據證券及期貨條例第352條存置之登記冊或根據標準守則須知會本公司及聯交所之任何權益或淡倉。

主要股東及其他人士於股份及相關股份之權益及淡倉

於二零一七年九月三十日，據本公司董事所知，以下公司(並非董事或本公司主要行政人員)持有本公司已發行股本及相關股份5%或以上而須根據證券及期貨條例第XV部第2及3分部條文向本公司披露或記錄於本公司根據證券及期貨條例第336條所存置之權益登記冊之權益及淡倉：

於本公司每股面值0.01港元之普通股之好倉：

Other Information 附加資料

Note:

These interests are held by Powerful Software Limited which is own as to 65% and 35% by Merry Cycle Enterprises Limited and Gorgeous Moment Holdings Limited respectively. Merry Cycle Enterprises Limited is wholly-owned by Mr. Hua Yunbo while Gorgeous Moment Holdings Limited is wholly-owned by Ms. Shan Hua. Mr. Hua Yunbo and Ms. Shan Hua are therefore deemed to be interested in the shares of the Company held by Powerful Software Limited for the purpose of the SFO.

Save as disclosed above and so far as known to the directors, as at 30 September 2017, no person (other than the directors and chief executive of the Company, whose interests are set out herein this report), had registered an interest or short position in the shares or underlying shares of the Company that would fall to be disclosed to the Company under the provisions of the Divisions 2 and 3 of Part XV of the SFO or which was required to be recorded pursuant to Section 336 of the SFO.

SHARE OPTION SCHEME

On 18 September 2012, the shareholders of the Company adopted a new share option scheme (the "New Scheme") which would be valid for a period of ten years commencing on 18 September 2012. No share option was granted, exercised, cancelled or lapsed in accordance with the terms of the New Scheme during the six months ended 30 September 2017. As at 30 September 2017, there was no share option outstanding under the New Scheme.

On 25 October 2017, the Company granted an aggregate of 525,860,000 share options to certain eligible participants at an exercise price of HK\$0.1804 per share for a period of 10 years. For details, please refer to the Company's announcement dated 25 October 2017.

附註：

該等權益由Powerful Software Limited持有，而該公司分別由Merry Cycle Enterprises Limited及Gorgeous Moment Holdings Limited擁有65%及35%權益。Merry Cycle Enterprises Limited由華云波先生全資擁有，而Gorgeous Moment Holdings Limited則由單華女士全資擁有。因此，就證券及期貨條例而言，華云波先生及單華女士被視為於Powerful Software Limited所持本公司股份中擁有權益。

除上文所披露者外，據董事所知，於二零一七年九月三十日，概無任何人士（董事及本公司主要行政人員除外，其權益已載於本報告）於本公司股份或相關股份中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分部條文向本公司披露或根據證券及期貨條例第336條記錄。

購股權計劃

於二零一二年九月十八日，本公司股東採納一項新購股權計劃（「新計劃」），自二零一二年九月十八日起計有效10年。截至二零一七年九月三十日止六個月，概無購股權根據新計劃條款獲授出、獲行使、已註銷或已失效。於二零一七年九月三十日，新計劃項下並無尚未行使購股權。

於二零一七年十月二十五日，本公司向若干合資格參與者授出合共525,860,000份購股權，行使價為每股0.1804港元，為期10年。有關詳情請參閱本公司日期為二零一七年十月二十五日之公佈。

