



EVA Precision Industrial Holdings Limited
億和精密工業控股有限公司

(Incorporated in the Cayman Islands with limited liability)
(於開曼群島註冊成立之有限公司)
(Stock Code 股份代號: 838)

The Chinese characters '和衷共濟' are rendered in a large, bold, golden-yellow calligraphic style. They are set against a circular, watercolor-like background in shades of orange and yellow. The characters are arranged with '和' on the left, '衷' on the top right, '共' on the bottom left, and '濟' on the bottom right.

和衷共濟

Working together
through challenging times

A stylized illustration of a globe in shades of green and white. The globe is overlaid with a white geometric grid pattern. In the upper left, a city skyline with several skyscrapers is visible. In the lower center, silhouettes of a family (two adults and two children) and a dog are shown walking. Other silhouettes of people are scattered across the globe's surface.

INTERIM REPORT 2021 中期報告



CORPORATE INFORMATION

EXECUTIVE DIRECTORS

Mr. Zhang Hwo Jie (*Chairman*)
Mr. Zhang Jian Hua (*Vice Chairman*)
Mr. Zhang Yaohua (*Chief Executive Officer*)

INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Lam Hiu Lo
Dr. Chai Ngai Chiu Sunny
Ms. Ling Kit Sum

AUDIT COMMITTEE

Ms. Ling Kit Sum (*Chairman*)
Mr. Lam Hiu Lo
Dr. Chai Ngai Chiu Sunny

NOMINATION COMMITTEE

Mr. Zhang Hwo Jie (*Chairman*)
Mr. Lam Hiu Lo
Dr. Chai Ngai Chiu Sunny

REMUNERATION COMMITTEE

Mr. Lam Hiu Lo (*Chairman*)
Mr. Zhang Hwo Jie
Dr. Chai Ngai Chiu Sunny

HEAD OFFICE

Unit 8, 6th Floor, Greenfield Tower, Concordia Plaza
No.1 Science Museum Road, Kowloon, Hong Kong

REGISTERED OFFICE

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

COMPANY SECRETARY

Ms. Lee Hiu Laam Joyce

AUTHORISED REPRESENTATIVES

Mr. Zhang Hwo Jie
Ms. Lee Hiu Laam Joyce

STOCK CODE

838

CORPORATE INFORMATION



PRINCIPAL BANKERS

Hong Kong

The Hongkong and Shanghai Banking Corporation Limited
Hang Seng Bank Limited
Bank of China (Hong Kong) Limited
MUFG Bank, Ltd.
Sumitomo Mitsui Banking Corporation
Chong Hing Bank Limited
KBC Bank N.V. Hong Kong Branch
Fubon Bank (Hong Kong) Limited
China Construction Bank Corporation Limited
Hong Kong Branch
Bank of Communications Co., Ltd.
Hong Kong Branch

LEGAL ADVISOR

MinterEllison LLP

AUDITOR

PricewaterhouseCoopers
Certified Public Accountants

PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE

Codan Trust Company (Cayman) Limited
Cricket Square, Hutchins Drive
P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

Computershare Hong Kong Investor Services Ltd.
Shops 1712-1716, 17/F
Hopewell Centre, 183 Queen's Road East
Wanchai, Hong Kong

WEBSITE

www.eva-group.com
www.irasia.com/listco/hk/evaholdings

CONDENSED CONSOLIDATED INTERIM STATEMENT OF FINANCIAL POSITION

AS AT 30 JUNE 2021

	Note	Unaudited 30 June 2021 HK\$'000	Audited 31 December 2020 HK\$'000
ASSETS			
Non-current assets			
Property, plant and equipment	7	2,338,381	2,280,762
Right-of-use assets	16	402,261	372,968
Intangible assets	7	13,251	7,695
Investments in associates	9	34,276	32,990
Financial assets at fair value through other comprehensive income	11	73,429	87,110
Prepayments, deposits and other receivables	10	52,273	42,152
Deferred income tax assets	17	5,298	7,296
		2,919,169	2,830,973
Current assets			
Inventories		636,101	541,385
Trade receivables	12	1,158,890	1,028,051
Prepayments, deposits and other receivables	10	161,341	168,472
Restricted bank deposits		110,839	93,574
Short-term bank deposits		162,136	33,336
Cash and cash equivalents		1,402,361	1,405,694
		3,631,668	3,270,512
LIABILITIES			
Current liabilities			
Trade payables	13	1,305,998	1,158,890
Contract liabilities		49,022	81,502
Accruals and other payables	14	292,776	227,584
Bank borrowings	15	1,109,119	1,276,548
Lease liabilities	16	31,592	18,333
Current income tax liabilities		8,099	11,047
		2,796,606	2,773,904

CONDENSED CONSOLIDATED INTERIM STATEMENT OF FINANCIAL POSITION

AS AT 30 JUNE 2021

		Unaudited 30 June 2021 HK\$'000	Audited 31 December 2020 HK\$'000
	Note		
Net current assets		835,062	496,608
Total assets less current liabilities		3,754,231	3,327,581
Non-current liabilities			
Bank borrowings	15	922,812	625,313
Lease liabilities	16	93,655	72,933
Deferred income tax liabilities	17	24,174	19,643
		1,040,641	717,889
Net assets		2,713,590	2,609,692
EQUITY			
Capital and reserves			
Share capital	18	171,858	171,658
Reserves	20	2,541,732	2,438,034
Total equity		2,713,590	2,609,692

The notes are an integral part of these condensed consolidated interim financial information.

CONDENSED CONSOLIDATED INTERIM STATEMENT OF COMPREHENSIVE INCOME

FOR THE SIX MONTHS ENDED 30 JUNE 2021

		Unaudited	
		Six months ended 30 June	
		2021	2020
	Note	HK\$'000	HK\$'000
Revenue	6	2,386,869	1,700,320
Cost of sales	22	(1,900,606)	(1,403,822)
Gross profit		486,263	296,498
Other income	21	17,044	17,087
Other losses – net	21	(1,048)	(20,880)
Selling and marketing costs	22	(133,129)	(96,499)
General and administrative expenses	22	(286,851)	(242,024)
Operating profit/(loss)		82,279	(45,818)
Finance income	23	5,307	5,993
Finance costs	23	(13,829)	(26,429)
Share of profits/(losses) of associates	9	90	(2,973)
Profit/(loss) before income tax		73,847	(69,227)
Income tax (expense)/credit	24	(5,929)	3,473
Profit/(loss) for the period		67,918	(65,754)
Other comprehensive income/(loss) for the period, net of tax			
Items that may be reclassified subsequently to profit or loss			
– Currency translation differences		34,596	(29,942)
– Release of exchange reserve upon partial disposal of an associate		–	677
Item that will not be reclassified subsequently to profit or loss			
– Revaluation gains on financial assets at fair value through other comprehensive income	11	–	650
Total comprehensive income/(loss) for the period		102,514	(94,369)

CONDENSED CONSOLIDATED INTERIM STATEMENT OF COMPREHENSIVE INCOME

FOR THE SIX MONTHS ENDED 30 JUNE 2021



		Unaudited	
		Six months ended 30 June	
		2021	2020
Note		HK\$'000	HK\$'000
	Profit/(loss) for the period attributable to equity holders of the Company	67,918	(65,754)
	Total comprehensive income/(loss) for the period attributable to equity holders of the Company	102,514	(94,369)
	Earnings/(loss) per share for profit attributable to equity holders of the Company during the period (expressed in Hong Kong cents per share)		
	– basic	4.0	(3.8)
	– diluted	3.9	(3.8)

The notes are an integral part of these condensed consolidated interim financial information.

CONDENSED CONSOLIDATED INTERIM STATEMENT OF CHANGES IN EQUITY

FOR THE SIX MONTHS ENDED 30 JUNE 2021

	Unaudited		
	Attributable to equity holders of the Company		
	Share capital HK\$'000 (Note 18)	Reserves HK\$'000 (Note 20)	Total HK\$'000
Balance at 1 January 2021	171,658	2,438,034	2,609,692
Comprehensive income			
Profit for the period	–	67,918	67,918
Other comprehensive income			
Currency translation differences	–	34,596	34,596
Total comprehensive income for the period	–	102,514	102,514
Transactions with owners			
New shares issued upon exercise of share options	200	1,184	1,384
	200	1,184	1,384
Balance at 30 June 2021	171,858	2,541,732	2,713,590

The notes are an integral part of these condensed consolidated interim financial information.

CONDENSED CONSOLIDATED INTERIM STATEMENT OF CHANGES IN EQUITY

FOR THE SIX MONTHS ENDED 30 JUNE 2021

	Unaudited		
	Attributable to equity holders of the Company		
	Share capital HK\$'000 (Note 18)	Reserves HK\$'000 (Note 20)	Total HK\$'000
Balance at 1 January 2020	171,713	2,423,536	2,595,249
Comprehensive loss			
Loss for the period	–	(65,754)	(65,754)
Other comprehensive income/(loss)			
Revaluation gains on financial assets at fair value through other comprehensive income	–	650	650
Currency translation differences	–	(29,942)	(29,942)
Release of exchange reserve upon partial disposal of an associate	–	677	677
Total comprehensive loss for the period	–	(94,369)	(94,369)
Transactions with owners			
Dividend paid	–	(45,808)	(45,808)
Employee share option scheme: Value of employee services	–	67	67
Repurchase of shares	(55)	(262)	(317)
	(55)	(46,003)	(46,058)
Balance at 30 June 2020	171,658	2,283,164	2,454,822

The notes are an integral part of these condensed consolidated interim financial information.

CONDENSED CONSOLIDATED INTERIM STATEMENT OF CASH FLOWS

FOR THE SIX MONTHS ENDED 30 JUNE 2021

		Unaudited	
		Six months ended 30 June	
	Note	2021 HK\$'000	2020 HK\$'000
Cash flows from operating activities			
Cash generated from operations		169,978	75,673
Interest received		5,307	5,993
Interest paid		(11,988)	(24,185)
Income tax paid		(7,192)	(16,236)
		156,105	41,245
Cash flows from investing activities			
Purchases of property, plant and equipment		(139,885)	(67,020)
Purchase of intangible assets		–	(211)
Addition of investment property under development		–	(3,691)
Prepayments for property, plant and equipment		(50,140)	(24,528)
Proceeds from sales of property, plant and equipment		7,569	5,245
Proceeds from partial disposal of an associate		–	1,194
Dividend income from an associate		–	1,643
Dividend income from a financial asset at fair value through other comprehensive income		–	1,121
Acquisition of a subsidiary, net of cash acquired	8	41,971	–
(Increase)/decrease in short-term bank deposits		(128,800)	66,876
(Increase)/decrease in restricted bank deposits		(17,265)	19,781
		(286,550)	410
Net cash (used in)/generated from investing activities		(286,550)	410

CONDENSED CONSOLIDATED INTERIM STATEMENT OF CASH FLOWS

FOR THE SIX MONTHS ENDED 30 JUNE 2021

		Unaudited	
		Six months ended 30 June	
		2021	2020
Note		HK\$'000	HK\$'000
	Cash flows from financing activities		
	Proceeds from borrowings	742,208	850,000
	Repayments of borrowings	(612,138)	(804,701)
	Repayments of principal element of lease payments	(11,620)	(10,765)
	Repayments of interest element of lease payments	(1,841)	(2,244)
	Proceeds from exercise of share options	1,384	–
18(b)	Repurchase of shares	–	(317)
	Dividends paid	–	(45,808)
	Net cash generated from/(used in) financing activities	117,993	(13,835)
	Net (decrease)/increase in cash and cash equivalents	(12,452)	27,820
	Cash and cash equivalents at the beginning of the period	1,405,694	1,070,738
	Exchange gains/(losses) on cash and cash equivalents	9,119	(4,139)
	Cash and cash equivalents at the end of the period	1,402,361	1,094,419



NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

1 GENERAL INFORMATION

EVA Precision Industrial Holdings Limited (the “Company”) and its subsidiaries (together, the “Group”) are principally engaged in provision of precision manufacturing services, focusing on the production of moulds and components with high quality standard and dimensional accuracy.

The Company was incorporated in the Cayman Islands on 12 July 2004 as an exempted company with limited liability under the Companies Law, Chapter 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands. The address of its registered office is Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman KY1-1111, Cayman Islands. The Company’s shares have been listed on the Main Board of The Stock Exchange of Hong Kong Limited since 11 May 2005.

The condensed consolidated interim financial information is presented in Hong Kong dollars (“HK\$”), unless otherwise stated, and was approved for issue on 26 August 2021.

The condensed consolidated interim financial information has not been audited.

2 BASIS OF PREPARATION

This condensed consolidated interim financial information for the six months ended 30 June 2021 has been prepared in accordance with Hong Kong Accounting Standard (“HKAS”) 34, “Interim financial reporting”. The condensed consolidated interim financial information should be read in conjunction with the Group’s annual financial statements for the year ended 31 December 2020, which have been prepared in accordance with Hong Kong Financial Reporting Standards (“HKFRSs”).

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

3 ACCOUNTING POLICIES

The accounting policies applied are consistent with those of the annual financial statements for the year ended 31 December 2020, as described in those annual financial statements except for the adoption of amendments to HKFRS effective for the financial year ending 31 December 2021, which are described below.

Taxes on income in the interim periods are accrued using the tax rate that would be applicable to expected total annual earnings.

(a) Relevant amendments to existing standards effective for the financial year beginning 1 January 2021

Amendments to HKFRS 9, HKAS 39, HKFRS 7, HKFRS 4 and HKFRS 16	Interest Rate Benchmark Reform – Phase 2 (amendments)
Amendments to HKFRS 16	Covid-19-Related Rent Concessions

The adoption of the above amendments to standards does not have any significant impact to the results and financial position of the Group.

(b) New standards, amendments to existing standards, annual improvements, guideline and interpretation have been issued but are not effective for the financial year beginning 1 January 2021 and have not been early adopted

		Effective for accounting periods beginning on or after
Amendments to HKFRS 16	COVID-19-Related Rent Concession beyond 30 June 2021	1 April 2021
Amendments to HKAS 16	Property, Plant and Equipment: Proceeds before intended use	1 January 2022
Amendments to HKAS 37	Onerous Contracts – Cost of Fulfilling a Contract	1 January 2022
Amendments to HKFRS 3	Reference to the Conceptual Framework	1 January 2022
Annual Improvements Project	Annual Improvements to HKFRS Standards 2018-2020 (Amendments)	1 January 2022
Accounting Guideline 5 (Revised)	Merger Accounting for Common Control Combinations	1 January 2022
Amendments to HKAS 1	Classification of Liabilities as Current or Non-current	1 January 2023
HKFRS 17	Insurance Contracts	1 January 2023
HK Int5 (2020)	Hong Kong Interpretation 5 (2020) Presentation of Financial Statements – Classification by the Borrower of a Term Loan that Contains a Repayments on Demand Clause	1 January 2023
Amendments to HKFRS 10 and HKAS 28 (2011)	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	To be determined

There are no standards, amendments, annual improvements, guideline and interpretation that are not yet effective and that would be expected to have a material impact on the Group in the current or future reporting periods and on foreseeable future transactions.



NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

4 ESTIMATES

The preparation of condensed consolidated interim financial information requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates.

In preparing these condensed consolidated interim financial information, the significant judgements made by management in applying the Group's accounting policies and the key sources of estimating uncertainty were the same as those that applied to the annual financial statements for the year ended 31 December 2020.

5 FINANCIAL RISK MANAGEMENT

(a) Financial risk factors

The Group's activities expose it to a variety of financial risks: market risk (including foreign exchange risk and cash flow and fair value interest rate risk), credit risk and liquidity risk.

The condensed consolidated interim financial information does not include all the financial risk management information and disclosures required in the annual financial statements, and should be read in conjunction with the Group's annual consolidated financial statements as at 31 December 2020.

There have been no changes in any risk management policies since 31 December 2020.

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

5 FINANCIAL RISK MANAGEMENT (CONTINUED)

(b) Liquidity risk

The table below analyses the Group's financial liabilities into relevant maturity groupings based on the remaining period at the statement of financial position date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows. Bank borrowings with repayable on demand clause are grouped within balances due within 12 months on the assumption that the bank will exercise its discretion to request for immediate repayment. Balances due within 12 months equal their carrying balances, as the impact of discounting is not significant.

	Less than 1 year HK\$'000	Between 1 and 2 years HK\$'000	Between 2 and 5 years HK\$'000	More than 5 years HK\$'000	Total HK\$'000
At 30 June 2021					
Bank borrowings	1,109,119	462,812	460,000	-	2,031,931
Lease liabilities	31,592	29,476	26,149	38,030	125,247
Interest payables	25,667	15,542	8,905	5,316	55,430
Trade payables	1,305,998	-	-	-	1,305,998
Other payables	193,685	-	-	-	193,685
At 31 December 2020					
Bank borrowings	1,276,548	312,813	312,500	-	1,901,861
Lease liabilities	18,333	14,559	18,446	39,928	91,266
Interest payables	21,880	13,208	10,605	6,095	51,788
Trade payables	1,158,890	-	-	-	1,158,890
Other payables	98,844	-	-	-	98,844

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

6 REVENUE AND SEGMENT INFORMATION

(a) Revenue

	Six months ended 30 June	
	2021	2020
	HK\$'000	HK\$'000
Sale of moulds and components	2,325,692	1,670,936
Others (Note)	61,177	29,384
	2,386,869	1,700,320

The Group derives all revenue from the sales of goods at a point in time.

Note: Others mainly represent proceeds from sales of scrap materials.

(b) Segment information

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker has been identified as the executive directors and senior management collectively. They review the Group's internal reporting in order to assess performance and allocate resources.

There are differences in the basis of reportable segments from the condensed consolidated interim financial information for the six months ended 30 June 2020. The Group has undergone a revamp of their organisational structure during the second half of 2020 in order to strengthen their industry positioning, and to better assess their business performance, and to allocate and manage resources effectively. As a result, the Group is organised into two main business segments, namely (i) Office automation equipment and (ii) Automotive components. Also, investments in associates and financial assets at fair value through other comprehensive income are reported as un-allocated assets in information provided to the chief operating decision-maker as they are not directly related to the segment performance. The comparative segment information for the six months ended 30 June 2020 has been restated to align with the presentation of the current period's segment information disclosure.

The chief operating decision-maker assesses the performance of the operating segments based on a measure of revenue and profit before interest and tax. Information provided to the chief operating decision-maker is measured in a manner consistent with that in the condensed consolidated interim financial information.

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION



6 REVENUE AND SEGMENT INFORMATION (CONTINUED)

(b) Segment information (Continued)

The segment results and other segment items are as follows:

	Six months ended 30 June 2021			Six months ended 30 June 2020 (restated)		
	Office		Total	Office		Total
	automation equipment	Automotive components		automation equipment	Automotive components	
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
Revenue	<u>1,830,347</u>	<u>556,522</u>	<u>2,386,869</u>	1,352,312	<u>348,008</u>	<u>1,700,320</u>
Segment results	<u>55,285</u>	<u>48,396</u>	<u>103,681</u>	<u>(10,121)</u>	<u>(13,180)</u>	<u>(23,301)</u>
Unallocated expenses			<u>(21,402)</u>			(22,517)
Finance income			<u>5,307</u>			5,993
Finance costs			<u>(13,829)</u>			(26,429)
Share of profits/(losses) of associates			<u>90</u>			(2,973)
Profit/(loss) before income tax			<u>73,847</u>			(69,227)
Income tax expense			<u>(5,929)</u>			<u>3,473</u>
Profit/(loss) for the period			<u>67,918</u>			<u>(65,754)</u>
Depreciation	<u>67,379</u>	<u>66,477</u>	<u>133,856</u>	<u>59,740</u>	<u>54,834</u>	<u>114,574</u>
Amortisation	<u>751</u>	<u>-</u>	<u>751</u>	<u>619</u>	<u>-</u>	<u>619</u>

For the six months ended 30 June 2020 and 2021, unallocated expenses represent corporate expenses.

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

6 REVENUE AND SEGMENT INFORMATION (CONTINUED)

(b) Segment information (Continued)

The segment assets and liabilities are as follows:

	As at 30 June 2021				As at 31 December 2020			
	Office automation equipment	Automotive components	Un-allocated	Total	Office automation equipment	Automotive components	Un-allocated	Total
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
Assets	<u>4,009,920</u>	<u>2,376,431</u>	<u>164,486</u>	<u>6,550,837</u>	<u>3,466,698</u>	<u>2,459,253</u>	<u>175,534</u>	<u>6,101,485</u>
Liabilities	<u>1,241,246</u>	<u>530,078</u>	<u>2,065,923</u>	<u>3,837,247</u>	<u>1,061,991</u>	<u>493,684</u>	<u>1,936,118</u>	<u>3,491,793</u>

The segment capital expenditure is as follows:

	Six months ended 30 June 2021				Six months ended 30 June 2020 (restated)			
	Office automation equipment	Automotive components	Un-allocated	Total	Office automation equipment	Automotive components	Un-allocated	Total
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
Capital expenditure	<u>70,258</u>	<u>95,920</u>	<u>-</u>	<u>166,178</u>	<u>45,551</u>	<u>41,662</u>	<u>-</u>	<u>87,213</u>

Segment assets consist primarily of property, plant and equipment, right-of-use assets, intangible assets, inventories, trade receivables, restricted bank deposits, short-term bank deposits, certain prepayments, deposits and other receivables, and cash and cash equivalents.

Segment liabilities comprise operating liabilities but exclude bank borrowings, current income tax liabilities, deferred income tax liabilities and certain accruals and other payables.

Capital expenditure comprises additions to property, plant and equipment and acquisition of subsidiaries.

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION



6 REVENUE AND SEGMENT INFORMATION (CONTINUED)

(b) Segment information (Continued)

Segment assets and liabilities are reconciled to the Group's assets and liabilities at 30 June 2021 as follows:

	Assets HK\$'000	Liabilities HK\$'000
Segment assets/liabilities	6,386,351	1,771,324
Unallocated:		
Investments in associates	34,276	–
Financial assets at fair value through other comprehensive income	73,429	–
Cash and cash equivalents	5,534	–
Deferred income tax assets	5,298	–
Prepayments, deposits and other receivables	45,949	–
Current income tax liabilities	–	8,099
Deferred income tax liabilities	–	24,174
Bank borrowings	–	2,031,931
Accruals and other payables	–	1,719
	<hr/>	<hr/>
Total	6,550,837	3,837,247

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

6 REVENUE AND SEGMENT INFORMATION (CONTINUED)

(b) Segment information (Continued)

Segment assets and liabilities are reconciled to the Group's assets and liabilities at 31 December 2020 as follows:

	Assets HK\$'000	Liabilities HK\$'000
Segment assets/liabilities	5,925,951	1,555,675
Unallocated:		
Investments in associates	32,990	–
Financial assets at fair value through other comprehensive income	87,110	–
Cash and cash equivalents	5,843	–
Deferred income tax assets	7,296	–
Prepayments, deposits and other receivables	42,295	–
Current income tax liabilities	–	11,047
Deferred income tax liabilities	–	19,643
Bank borrowings	–	1,901,861
Accruals and other payables	–	3,567
	<u>6,101,485</u>	<u>3,491,793</u>
Total	<u>6,101,485</u>	<u>3,491,793</u>

During the six months ended 30 June 2021, the aggregated revenue from the top two customers, which each individually contributed more than 10% of the Group's revenue, amounted to approximately HK\$1,045,215,000 (six months ended 30 June 2020: Top two customers: HK\$617,358,000).

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION



6 REVENUE AND SEGMENT INFORMATION (CONTINUED)

(b) Segment information (Continued)

Revenue from external customers, based on the destination of the shipment, and assets by geographical region are as follows:

Revenues by geographical region

	Six months ended 30 June 2021				Six months ended 30 June 2020			
	The People's Republic of China ("PRC") HK\$'000	Vietnam HK\$'000	Mexico HK\$'000	Total HK\$'000	PRC HK\$'000	Vietnam HK\$'000	Mexico HK\$'000	Total HK\$'000
Revenue	<u>2,069,765</u>	<u>201,487</u>	<u>115,617</u>	<u>2,386,869</u>	<u>1,528,856</u>	<u>160,802</u>	<u>10,662</u>	<u>1,700,320</u>

Assets by geographical region

	30 June 2021				31 December 2020			
	PRC HK\$'000	Vietnam HK\$'000	Mexico HK\$'000	Total HK\$'000	PRC HK\$'000	Vietnam HK\$'000	Mexico HK\$'000	Total HK\$'000
Total non-current assets	<u>2,326,848</u>	<u>253,325</u>	<u>338,996</u>	<u>2,919,169</u>	<u>2,295,957</u>	<u>254,092</u>	<u>280,924</u>	<u>2,830,973</u>
Total assets	<u>5,612,710</u>	<u>470,461</u>	<u>467,666</u>	<u>6,550,837</u>	<u>5,312,863</u>	<u>413,486</u>	<u>375,136</u>	<u>6,101,485</u>

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

7 PROPERTY, PLANT AND EQUIPMENT, INVESTMENT PROPERTY UNDER DEVELOPMENT AND INTANGIBLE ASSETS

	Property, plant and equipment HK\$'000	Investment property under development HK\$'000	Intangible assets HK\$'000
Opening net book amount at 1 January 2021	2,280,762	-	7,695
Acquisition of a subsidiary	27,241	-	6,307
Additions	132,630	-	-
Disposals	(4,372)	-	-
Depreciation/amortisation	(118,578)	-	(751)
Exchange differences	20,698	-	-
Closing net book amount at 30 June 2021	<u>2,338,381</u>	<u>-</u>	<u>13,251</u>
Opening net book amount at 1 January 2020	2,082,318	176,521	8,524
Additions	83,311	3,691	211
Disposals	(5,931)	-	-
Depreciation/amortisation	(102,623)	-	(619)
Exchange differences	(16,670)	(4,648)	-
Closing net book amount at 30 June 2020	<u>2,040,405</u>	<u>175,564</u>	<u>8,116</u>

Investment property under development was transferred to property, plant and equipment and right-of-use assets on 31 December 2020 as the Group has changed the use of the property and commenced developing the property with a view to owner-occupation.

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION



8 BUSINESS COMBINATION

On 16 April 2021, the Group acquired all of the equity interest in Shenzhen EVA Technology Intelligent Manufacturing Co., Ltd with total consideration of approximately RMB48,575,000 (equivalent to approximately HK\$58,157,000).

The following table summarises the consideration paid for Futaba, and the amounts of the assets acquired and liabilities assumed recognised at the acquisition date.

	16 April 2021
	HK\$'000
Purchase consideration	
Cash payable	58,157
Recognised amounts of identifiable assets acquired and liabilities assumed	
Provisional fair value	
Cash and banks	41,971
Trade receivables	46,154
Prepayments, deposits and other receivables	27,970
Inventories	27,659
Property, plant and equipment	27,241
Intangible assets	6,307
Right-of-use assets	39,151
Trade payables	(41,853)
Lease liabilities	(43,764)
Accruals and other payables	(67,835)
Deferred tax liabilities	(4,844)
Total identifiable net assets	58,157
Cash flow to acquire business, net of cash acquired	
– cash and banks in subsidiary acquired	41,971
Cash inflow on acquisition	41,971

The Group has appointed an independent valuer to perform a review of the purchase price allocation. As at the date of condensed consolidated interim financial information, the review is still on-going and subject to adjustment on a retrospective basis when the valuation is finalised.

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

9 INVESTMENTS IN ASSOCIATES

	Six months ended 30 June	
	2021	2020
	HK\$'000	HK\$'000
At 1 January	32,990	55,165
Disposal	-	(14,034)
Share of profits/(losses)	90	(2,973)
Dividend received	-	(1,643)
Exchange differences	1,196	(1,031)
At 30 June	34,276	35,484

The assets, liabilities and results of Shenzhen Jinggong Microcredit Limited ("Microcredit"), which are material to the Group, are shown below:

	Six months ended 30 June	
	2021	2020
	HK\$'000	HK\$'000
Assets	113,336	134,720
Liabilities	(647)	(16,441)
Revenue	4,838	10,475
Profit/(loss)	225	(10,507)
Percentage held at 30 June 2021	40%	40%

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION



10 PREPAYMENTS, DEPOSITS AND OTHER RECEIVABLES

	As at	
	30 June 2021 HK\$'000	31 December 2020 HK\$'000
Non-current:		
Deposits for purchases of property, plant and equipment	50,140	38,603
Consideration receivable from disposal of a financial asset at fair value through other comprehensive income (Note)	–	1,473
Others	2,133	2,076
	52,273	42,152
Current:		
Consideration receivable from disposal of a financial asset at fair value through other comprehensive income (Note)	15,195	–
Consideration receivables from disposal of subsidiaries (Note)	3,544	3,544
Prepayments for purchases of raw materials	58,572	47,727
Value-added tax recoverable	40,991	76,058
Prepayment of utilities expenses	1,114	778
Receivables from employees and staff advances (Note)	7,288	6,561
Deposits placed with customs in Mainland China	594	607
Receivables from the then subsidiaries (Note)	53,282	54,870
Receivables from an associate (Note)	6,637	6,517
Others	7,924	5,610
	195,141	202,272
Loss allowance	(33,800)	(33,800)
	161,341	168,472

Note: Consideration receivable from disposal of a financial asset at fair value through other comprehensive income, consideration receivables from disposal of subsidiaries, receivables from employees and staff advances, receivables from the then subsidiaries, and receivables from an associate are unsecured, non-interest bearing and denominated in Renminbi ("RMB"). Except for consideration receivable from disposal of a financial asset at fair value through other comprehensive income which is repayable by June 2022, the other amounts are repayable on demand.

During the six months ended 30 June 2021, no additional loss allowance was recorded for its deposits and other receivables (six months ended 30 June 2020: Nil).

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

11 FINANCIAL ASSETS AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME

	As at	
	30 June 2021 HK\$'000	31 December 2020 HK\$'000
Unlisted:		
Equity securities – Mainland China, at fair value	73,429	87,110

The fair values of the equity securities were determined by reference to recent transaction prices in arm's length transactions, net asset value or valuation determined by an independent firm of professional valuers. The fair values are within level 3 of the fair value hierarchy.

The financial assets at fair value through other comprehensive income are denominated in RMB.

Movement of the financial assets at fair value through other comprehensive income is as follows:

	Six months ended 30 June	
	2021 HK\$'000	2020 HK\$'000
At 1 January	87,110	81,247
Disposal	(13,681)	–
Revaluation gains transferred to other comprehensive income	–	650
At 30 June	73,429	81,897

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION



12 TRADE RECEIVABLES

The credit period granted by the Group to its customers is generally 30 to 180 days.

The aging of the trade receivables based on invoice date is as follows:

	As at	
	30 June 2021	31 December 2020
	HK\$'000	HK\$'000
0 to 90 days	985,680	886,400
91 to 180 days	174,398	142,839
Less: Loss allowance	(1,188)	(1,188)
Trade receivables – net	<u>1,158,890</u>	<u>1,028,051</u>

The top five customers and the largest customer accounted for 48.8% (31 December 2020: 28.9%) and 21.7% (31 December 2020: 10.2%), respectively, of the trade receivables balance as at 30 June 2021. Other than these major customers, there is no concentration of credit risk with respect to trade receivables as the Group has a large number of customers.

13 TRADE PAYABLES

The aging of trade payables is based on invoice date as follows:

	As at	
	30 June 2021	31 December 2020
	HK\$'000	HK\$'000
0 to 90 days	833,000	715,685
91 to 180 days	472,998	443,205
	<u>1,305,998</u>	<u>1,158,890</u>

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

14 ACCRUALS AND OTHER PAYABLES

	As at	
	30 June 2021 HK\$'000	31 December 2020 HK\$'000
Payable for purchase of property, plant and equipment	30,343	37,598
Accrued utilities expenses	5,133	3,792
Accrued wages, salaries and welfare	86,638	119,345
Accrued operating expenses	7,320	5,603
Purchase consideration balance payables for the acquisition of subsidiaries	86,205	27,298
Other payables	77,137	33,948
	292,776	227,584

15 BANK BORROWINGS

	As at	
	30 June 2021 HK\$'000	31 December 2020 HK\$'000
Current		
Short-term bank loans	592,208	395,941
Portion of long-term loans from banks due for repayment within one year	516,911	880,607
	1,109,119	1,276,548
Non-current		
Portion of long-term loans from banks due for repayment after one year	922,812	625,313
Total bank borrowings	2,031,931	1,901,861

All bank borrowings are interest-bearing and carried at amortised cost. All bank borrowings bore floating interest rates and the carrying amounts of bank borrowings approximate their fair values.

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION



15 BANK BORROWINGS (CONTINUED)

The Group's bank borrowings are repayable as follows:

	As at	
	30 June 2021	31 December 2020
	HK\$'000	HK\$'000
Within 1 year	1,109,119	1,276,548
Between 1 and 2 years	462,812	312,813
Between 2 and 5 years	460,000	312,500
	<u>2,031,931</u>	<u>1,901,861</u>

Bank borrowings were denominated in below currencies:

	As at	
	30 June 2021	31 December 2020
	HK\$'000	HK\$'000
HK\$	2,019,723	1,895,920
RMB	12,208	5,941
	<u>2,031,931</u>	<u>1,901,861</u>

As at 31 December 2020 and 30 June 2021, the effective interest rates (per annum) of the Group's bank borrowings were as follows:

	Short-term bank loans		Long-term bank loans	
	June 2021	December 2020	June 2021	December 2020
HK\$	2.00%	1.75%	2.10%	2.10%
RMB	4.35%	5.22%	-	-

As at 30 June 2021, the Group has undrawn floating rate borrowing facilities of approximately HK\$758,200,000 (31 December 2020: HK\$948,200,000).

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

16 RIGHT-OF-USE ASSETS AND LEASE LIABILITIES

(a) Balances recognised in the condensed consolidated interim statement of financial position

Right-of-use assets

	Leasehold land and land use rights HK\$'000	Land under finance lease HK\$'000	Plant and machinery under finance lease HK\$'000	Factory and office premises HK\$'000	Total HK\$'000
Opening net book amount at 1 January 2021	245,203	5,937	55,090	66,738	372,968
Acquisition of a subsidiary (Note 8)	-	-	417	38,734	39,151
Depreciation	(3,172)	(132)	(3,112)	(8,862)	(15,278)
Exchange differences	2,569	-	11	2,840	5,420
Closing net book amount at 30 June 2021	<u>244,600</u>	<u>5,805</u>	<u>52,406</u>	<u>99,450</u>	<u>402,261</u>
Opening net book amount at 1 January 2020	230,685	6,199	62,154	72,416	371,454
Depreciation	(2,936)	(132)	(4,015)	(4,868)	(11,951)
Exchange differences	(2,440)	-	-	(1,692)	(4,132)
Closing net book amount at 30 June 2020	<u>225,309</u>	<u>6,067</u>	<u>58,139</u>	<u>65,856</u>	<u>355,371</u>

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION



16 RIGHT-OF-USE ASSETS AND LEASE LIABILITIES (CONTINUED)

(a) Balances recognised in the condensed consolidated interim statement of financial position (Continued)

Lease liabilities

	As at 30 June 2021 HK\$'000	As at 31 December 2020 HK\$'000
Current portion	31,592	18,333
Non-current portion	93,655	72,933
	125,247	91,266
Lease liabilities – Plant and machinery	17,134	21,553
Lease liabilities – Factory and office premises	108,113	69,713
	125,247	91,266

(b) The Group's leasing activities

The Group leases various buildings, machineries and equipment. Rental contracts are typically made for fixed periods of 2 to 11 years. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. The lease arrangements do not impose any covenants, but certain lease liabilities are effectively secured as the right to the leased assets revert to the lessors in the event of default. As at 30 June 2021, the net book amount of the secured right-of-use assets was approximately HK\$52,041,000 (31 December 2020: HK\$55,090,000).

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

17 DEFERRED TAXATION

The analysis of deferred tax liabilities is as follows:

	As at	
	30 June 2021 HK\$'000	31 December 2020 HK\$'000
Deferred income tax assets:		
Deferred income tax assets to be recovered after more than 12 months	5,298	7,296
Deferred income tax liabilities:		
Deferred income tax liabilities to be recovered after more than 12 months	(23,550)	(19,019)
Deferred income tax liabilities to be recovered within 12 months	(624)	(624)
	(18,876)	(12,347)

The gross movement of the deferred income tax liabilities, net is as follow:

	Six months ended 30 June	
	2021 HK\$'000	2020 HK\$'000
At 1 January	12,347	31,586
Acquisition of a subsidiary	4,844	–
Charged/(credited) to profit or loss	1,685	(10,312)
At 30 June	18,876	22,274

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION



17 DEFERRED TAXATION (CONTINUED)

The nature of items giving rise to the deferred income tax liabilities, without taking into consideration of the offsetting of balances within the same jurisdiction are as follows:

	Fair value gains HK\$'000	Withholding tax HK\$'000	Total HK\$'000
At 1 January 2021	(16,404)	(5,129)	(21,533)
Acquisition of a subsidiary	(4,844)	–	(4,844)
Credited to profit or loss	313	–	313
At 30 June 2021	<u>(20,935)</u>	<u>(5,129)</u>	<u>(26,064)</u>
At 1 January 2020	17,457	15,129	32,586
Credited to profit or loss	(312)	(10,000)	(10,312)
At 30 June 2020	<u>17,145</u>	<u>5,129</u>	<u>22,274</u>

The nature of items giving rise to the deferred income tax assets, without taking into consideration of the offsetting of balances within the same jurisdiction are as follows:

	Tax loss HK\$'000	Fair value loss HK\$'000	Total HK\$'000
At 1 January 2021	8,057	1,129	9,186
Charged to profit or loss	(1,998)	–	(1,998)
At 30 June 2021	<u>6,059</u>	<u>1,129</u>	<u>7,188</u>

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

18 SHARE CAPITAL

Ordinary shares, issued and fully paid:

	Number of shares (thousands)	Share capital HK\$'000
At 1 January 2021	1,716,582	171,658
New shares issued upon exercise of share options	2,000	200
At 30 June 2021	1,718,582	171,858
At 1 January 2020	1,717,132	171,713
Repurchase of shares	(550)	(55)
At 30 June 2020	1,716,582	171,658

Notes:

- (a) During the six months ended 30 June 2021, 2,000,000 ordinary shares were issued at HK\$0.692 per share, and net proceeds of HK\$1,384,000 were received upon the exercise of certain options under the share options scheme (six months ended 30 June 2020: Nil).
- (b) During the six months ended 30 June 2020, the Company repurchased a total of 550,000 of its own shares on The Stock Exchange of Hong Kong Limited at prices ranging from HK\$0.56 to HK\$0.58 per share for a total consideration, before expenses, of approximately HK\$317,000.

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION



19 SHARE OPTION SCHEME

In 2015, the Company adopted a share option scheme. Under the share option scheme, the Company's directors may, at their sole discretion, grant to any director or employee of the Group the right to take up options to subscribe for shares of the Company at the highest of (i) the closing price of shares of the Company as stated in the daily quotation sheet of The Stock Exchange of Hong Kong Limited ("the Stock Exchange") on the day of the offer of grant; (ii) the average closing price of the shares of the Company as stated in the Stock Exchange's daily quotation sheets for the five trading days immediately preceding the day of the offer of the grant; and (iii) the nominal value of shares. A nominal consideration of HK\$1 is payable on acceptance of the grant of an option. The maximum number of shares to be issued upon the exercise of all outstanding options granted and yet to be exercised under the Share Option Scheme and any other share option scheme of the Company must not, in aggregate, exceed 30% of the relevant shares or securities of the Company in issue from time to time.

Movements in the number of share options outstanding and their related weighted average exercise prices are as follows:

Six months ended 30 June			
2021		2020	
Average exercise price per share HK\$	Number of options '000	Average exercise price per share HK\$	Number of options '000
0.90	135,350	0.90	137,350

At 1 January and 30 June

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

19 SHARE OPTION SCHEME (CONTINUED)

Share options outstanding at 30 June 2021 and 30 June 2020 have the following expiry dates and exercise prices:

Expiry date	Exercise price per share	Number of share options	
		As at 30 June 2021 '000	As at 30 June 2020 '000
7 July 2021	HK\$0.692	65,050	67,050
4 November 2024	HK\$1.10	70,300	70,300
		135,350	137,350

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

20 RESERVES

	Share premium	Capital reserve (i)	Statutory reserves (ii)	Capital redemption reserve (iii)	Share options reserve	Financial assets at fair value through other comprehensive income reserve	Exchange reserve	Retained earnings	Total
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
Balance at 31 December 2020	1,068,537	(735)	195,709	39,211	37,419	3,890	(42,284)	1,136,287	2,438,034
Profit for the period	-	-	-	-	-	-	-	67,918	67,918
Other comprehensive income									
- Translation differences	-	-	-	-	-	-	34,596	-	34,596
Transfer to share premium upon exercise of share options	305	-	-	-	(305)	-	-	-	-
Proceeds from share insurance of shares upon exercise of employees share options	1,184	-	-	-	-	-	-	-	1,184
Transfer to retained earnings upon disposal of a financial asset at fair value through other comprehensive income	-	-	-	-	-	(2,428)	-	2,428	-
Balance at 30 June 2021	1,070,026	(735)	195,709	39,211	37,114	1,462	(7,688)	1,206,633	2,541,732

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

20 RESERVES (CONTINUED)

	Share premium HK\$'000	Capital reserve (i) HK\$'000	Statutory reserves (ii) HK\$'000	Capital redemption reserve (iii) HK\$'000	Share options reserve HK\$'000	Financial assets at fair value through other comprehensive income reserve HK\$'000	Exchange reserve HK\$'000	Retained earnings HK\$'000	Total HK\$'000
Balance at 31 December 2019	1,068,799	(735)	185,686	39,156	37,352	(6,470)	(113,638)	1,213,386	2,423,536
Loss for the period								(65,754)	(65,754)
Other comprehensive income/(loss)									
– Translation differences	–	–	–	–	–	–	(29,942)	–	(29,942)
– Release of exchange reserve upon partial disposal of an associate	–	–	–	–	–	–	677	–	677
– Revaluation gains on financial assets at fair value through other comprehensive income	–	–	–	–	–	650	–	–	650
Dividend paid	–	–	–	–	–	–	–	(45,808)	(45,808)
Employee share option scheme: Value of employee services	–	–	–	–	67	–	–	–	67
Capital redemption reserve arising from repurchase of shares	–	–	–	55	–	–	–	(55)	–
Repurchase of shares	(262)	–	–	–	–	–	–	–	(262)
Balance at 30 June 2020	<u>1,068,537</u>	<u>(735)</u>	<u>185,686</u>	<u>39,211</u>	<u>37,419</u>	<u>(5,820)</u>	<u>(142,903)</u>	<u>1,101,769</u>	<u>2,283,164</u>

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION



20 RESERVES (CONTINUED)

Notes:

- (i) The capital reserve of the Group represents the difference between the nominal value of the shares of the subsidiaries acquired pursuant to a reorganisation over the nominal value of the share capital of the Company issued in exchange therefor. The reorganisation took place in April 2005 in contemplation of the listing of the Company's shares on The Stock Exchange of Hong Kong Limited.
- (ii) In accordance with the articles of association of the relevant subsidiaries established in Mainland China and the Mainland China rules and regulations, the Mainland China subsidiaries are required to transfer not less than 10% of their net profit as stated in the financial statements prepared under Mainland China accounting regulations to statutory reserves before the corresponding Mainland China subsidiaries can distribute any dividend. Such a transfer is not required when the amount of statutory reserves reaches 50% of the corresponding subsidiaries' registered capital. The statutory reserve shall only be used to make up losses of the corresponding subsidiaries, to expand the corresponding subsidiaries' production operations, or to increase the capital of the corresponding subsidiaries. Upon approval of the corresponding subsidiaries' shareholders in general meetings, the subsidiaries may convert their statutory reserves into registered capital and issue bonus capital to the existing owners in proportion to the existing ownership structure.
- (iii) The capital redemption reserve resulted from repurchase of the Company's own shares on The Stock Exchange of Hong Kong Limited. The repurchased shares were cancelled upon repurchase. An amount equivalent to the par value of the shares cancelled was transferred from the Company's retained earnings to capital redemption reserve.

**NOTES TO THE CONDENSED CONSOLIDATED
INTERIM FINANCIAL INFORMATION**

21 OTHER INCOME AND OTHER LOSSES – NET

	Six months ended 30 June	
	2021	2020
	HK\$'000	HK\$'000
Other income		
Government grants	13,021	14,966
Others	4,023	2,121
	17,044	17,087
Other losses – net		
Losses on disposal of property, plant and equipment	(3,197)	(686)
Loss on partial disposal of an associate	-	(1,060)
Dividend income from a financial asset at fair value through other comprehensive income	-	1,121
Loss on impairment of prepayments, deposits and other receivables	-	(1,607)
Net exchange gains/(losses)	2,149	(18,648)
	(1,048)	(20,880)

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION



22 STATEMENT OF COMPREHENSIVE INCOME ITEMS BY NATURE

Statement of comprehensive income items included in cost of sales, selling and marketing costs and general and administrative expenses are analysed as follows:

	Six months ended 30 June	
	2021 HK\$'000	2020 HK\$'000
Raw materials used	1,399,039	997,912
Production overhead costs (excluding labour and depreciation expenses)	134,988	101,756
Staff costs, including directors' emoluments and share option costs		
– Wages, salaries and bonus	430,950	359,241
– Staff welfare	22,157	17,940
– Retirement benefit – defined contribution plans	35,393	14,194
– Share option granted	–	67
Depreciation		
– Property, plant and equipment	118,578	102,623
– Right-of-use assets	15,278	11,951
Amortisation of intangible assets	751	619
Provision for inventory obsolescence	13,301	12,528
Operating lease rental for short-term and low-value leases	345	365

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

23 FINANCE INCOME/COSTS

	Six months ended 30 June	
	2021	2020
	HK\$'000	HK\$'000
Finance income		
Interest income from bank deposits	5,307	5,993
Finance costs		
Interest expense on:		
Bank borrowings	16,722	33,027
Lease liabilities – Plant and machinery	216	540
Lease liabilities – Factory and office premises	1,625	1,704
Interest capitalised	(4,734)	(8,842)
	13,829	26,429

24 INCOME TAX (EXPENSE)/CREDIT

	Six months ended 30 June	
	2021	2020
	HK\$'000	HK\$'000
Current taxation		
– Mainland China corporate income tax	(14,338)	(4,555)
– Withholding tax	–	(10,000)
Over-provision in prior years	10,094	7,716
Deferred income tax	(1,685)	10,312
	(5,929)	3,473

(a) Hong Kong profits tax

Hong Kong profits tax has been provided at the rate of 16.5% on the estimated assessable profits for the six months ended 30 June 2021 (six months ended 30 June 2020: 16.5%).

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION



24 INCOME TAX (EXPENSE)/CREDIT (CONTINUED)

(b) Mainland China corporate income tax

Income tax for the subsidiaries of the Group established in Mainland China has been provided at the following tax rates:

- (i) Provision for Mainland China corporate income tax was calculated at the statutory rate of 25% (six months ended 30 June 2020: 25%) on the assessable income of each of the Group's entities, except that certain subsidiaries of the Group operating in Mainland China are eligible for certain tax exemptions and concessions including tax holiday and reduced income tax rate during the period.
- (ii) EVA Precision Industrial (Suzhou) Limited, Shenzhen EVA Mould Manufacturing Limited, Chongqing Digit Auto Body Ltd., Shenzhen EVA Precision Technology Group Limited, Zhongshan Digit Automotive Technology Limited, Yihe Plastic and Electronic Products (Shenzhen) Co., Ltd., Digit Stamping Technology (Wuhan) Limited and Shenzhen Digit Automotive Technology Limited are each recognised by the Chinese Government as a "National High and New Technology Enterprise" and are therefore subject to a preferential tax rate of 15% during the six months ended 30 June 2020 and 2021.

(c) Other income taxes

The Company was incorporated in the Cayman Islands as an exempted company with limited liability under the Companies Law, Chapter 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands and, accordingly, is exempted from the Cayman Islands income tax.

The Company's subsidiaries established in the British Virgin Islands are exempted from the British Virgin Islands income tax.

The subsidiary established and operating in Vietnam is entitled to full exemption from corporate income tax for the first four years from the earlier of (i) the year when profit is generated for the first time or (ii) the fourth year of commencing operations; and a 50% reduction in corporate income tax for the next nine years.

Provisions for income taxes in other jurisdictions are based on the assessable profits of the respective subsidiaries and the applicable tax rates.

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

25 EARNINGS/(LOSS) PER SHARE

Basic earnings/(loss) per share is calculated by dividing the profit/(loss) attributable to equity holders of the Company by the weighted average number of ordinary shares in issue during the period.

Basic

	Six months ended 30 June	
	2021	2020
Profit/(loss) attributable to equity holders of the Company (HK\$'000)	67,918	(65,754)
Weighted average number of ordinary shares in issue ('000)	1,717,073	1,716,643
Basic earnings/(loss) per share (Hong Kong cents per share)	4.0	(3.8)

Diluted

Diluted earnings/(loss) per share is calculated by adjusting the weighted average number of ordinary shares outstanding to assume conversion of all dilutive potential ordinary shares (i.e. share options). A calculation is made in order to determine the number of shares that could have been acquired at fair value (determined as the average annual market share price of the Company's shares) based on the monetary value of the subscription rights attached to outstanding share options. The number of shares calculated as above is compared with the number of shares that would have been issued assuming the exercise of the share options.

	Six months ended 30 June	
	2021	2020
Profit/(loss) attributable to equity holders of the Company (HK\$'000)	67,918	(65,754)
Weighted average number of ordinary shares in issue ('000)	1,717,073	1,716,643
Adjustment for share options ('000) (Note)	5,525	–
Weighted average number of ordinary shares for diluted earnings per share ('000)	1,722,598	1,716,643
Diluted earnings/(loss) per share (Hong Kong cents per share)	3.9	(3.8)

Note: Diluted loss per share for the six months ended 30 June 2020 equals to the basic loss per share as the exercise of the outstanding share options would be anti-dilutive.

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION



26 DIVIDEND

An interim dividend of HK1.2 cent (six months ended 30 June 2020: Nil) per ordinary share, amounting to HK\$20,749,000 (six months ended 30 June 2020: Nil), was declared by the directors of the Company for the six months ended 30 June 2021.

27 CAPITAL COMMITMENTS

Capital expenditure at the statement of financial position date committed but not yet incurred is as follows:

	As at	
	30 June	31 December
	2021	2020
	HK\$'000	HK\$'000
Contracted but not provided for		
– Construction of buildings	184,905	85,824
– Purchase of plant and machinery	43,859	70,247
	228,764	156,071

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

28 RELATED PARTY TRANSACTIONS

Mr. Zhang Hwo Jie and Mr. Zhang Yaohua, the Company's executive directors, have beneficial interests in Prosper Empire Limited, which owns 39.09% of the Company's shares as at 30 June 2021 (31 December 2020: 39.12%).

(a) Key management compensation

	Six months ended 30 June	
	2021	2020
	HK\$'000	HK\$'000
Salaries and allowances	13,904	13,742
Share-based payment	-	50
Retirement benefits – defined contribution plan	36	36
	13,940	13,828

(b) Transaction with a related party

	Six months ended 30 June	
	2021	2020
	HK\$'000	HK\$'000
Sales of goods to an associate		
Shenzhen L&L Auto-tech Co., Ltd.	38	685

(c) Balance with a related party

	As at	
	30 June	31 December
	2021	2020
	HK\$'000	HK\$'000
Receivables from an associate		
Shenzhen L&L Auto-tech Co., Ltd.	6,637	6,517



MANAGEMENT DISCUSSION AND ANALYSIS

OVERVIEW

During the first half of 2021, the COVID-19 pandemic continued to cause disruption worldwide. However, thanks in large part to the positive progress of vaccine rollouts in various countries, the global economy has shown a gradual recovery while the domestic economy in China continued to maintain a steady growth momentum. In recent years, the Group has focused on developing business that generates a robust performance through its unique customer base and prudent strategies. As a result, having seized the opportunities brought about by the control of the pandemic, together with the Group's substantial efforts in developing strategic partnerships with both existing and new customers, the Group has recorded an increase in turnover of 40% to HK\$2,386,869,000 (1H2020: HK\$1,700,320,000). However, such growth was mainly hindered by the global chip shortage which had begun to hit industries worldwide, and the hardest on the consumer electronics and automotive industries. As a result, businesses (including our customers from the two main operating segments) had to reduce production and future orders. Moreover, since the outbreak of COVID-19, the transportation restrictions imposed in different countries have put supply chain under huge pressure and that situation prevailed in the first half of 2021, which in turn led to a shortage of shipping containers at the Chinese ports. In early 2020, with China imposing transportation restrictions, empty shipping containers started stacking up at overseas ports, and by the end of 2020, the global economy began to recover and demands for consumer goods followed. Owing to the rise in export demands, the Chinese ports faced a severe shortage of shipping containers. Consequently, during the first half of 2021, the Group's two main operating segments were adversely affected as we encountered cargo shipment disruption and surge in export logistics costs. Nevertheless, with a global production base, highly efficient and agile management strategies, quality supply chains and fewer production schedule delays as a result of resumption of economic activities resulting in the increased utilisation of our production facilities compared with the first half of 2020, our gross profit margin for the six months ended 30 June 2021 has seen an improvement of approximately 3 percentage points, and our gross profit has increased by 64% to HK\$486,263,000.



MANAGEMENT DISCUSSION AND ANALYSIS

BUSINESS REVIEW

Office Automation Equipment

Owing to the Group's efforts in developing the business potential of the office automation ("OA") equipment segment in the midst of the COVID-19 pandemic, the shipping disruptions, the global chip shortage and the Sino-US trade tensions, we have recorded a 35% increase in the segmental turnover, amounting to HK\$1,830,347,000 (1H2020: HK\$1,352,312,000). In Shenzhen, we have seen an increase in the relevant turnover of around 44%. One major reason for the substantial increase was a surge in order intake in the assembly service, which was driven by a part of our new focus – the Development and Electronic Manufacturing Service ("DEMS") model, leading to an increase of around 23% in turnover from our existing OA equipment customers in Shenzhen, 18% of which was directly attributable to the increase in assembly and DEMS service orders. Another major reason for the increase in the OA equipment segmental turnover was the contribution resulting from our acquisition of Futaba Metal Products (Shenzhen) Co., Ltd. (雙葉金屬製品(深圳)有限公司) ("Futaba Metal") in April 2021, giving rise to around 20% incremental turnover in Shenzhen after the Group gained control of the company since the date of acquisition. On 16 April 2021, a wholly owned subsidiary of the Company entered into an equity transfer agreement with Futaba Industrial Co., Ltd. to acquire the entire equity interest in Futaba Metal for a cash consideration amounting to approximately HK\$58,157,000. Futaba Metal was then renamed Shenzhen EVA Technology Intelligent Manufacturing Co., Ltd. (深圳市億和科技智造有限公司) ("EVA Intelligent Manufacturing") in June 2021, pursuant to the official approvals obtained from the relevant PRC authorities. EVA Intelligent Manufacturing is principally engaged in the manufacturing and sale of OA equipment.

In the first half of 2021, the Sino-US trade tensions showed no signs of easing. In recent years, the Group has, following the footprints of its major OA equipment customers, begun reorganising its internal production logistics such that the manufacturing that was carried out in China (such as in Shenzhen) and targeted at the US and European markets were gradually transferred to our production facilities located in Southeast Asia (such as in Vietnam). In 2021, the Group continued this strategic move, with more orders that were aimed at the US and European markets being transferred to Vietnam, enabling the production capacity of the Shenzhen site to be used to support the expansion of the Asian and domestic markets.



MANAGEMENT DISCUSSION AND ANALYSIS

Following a period of lacklustre performance, primarily caused by a decline in orders from several OA equipment customers in 2020, the Group has seen some improvements in the total order intake in Suzhou, as considerable efforts were made to diversify its customer portfolio and to revamp its business and operational strategies, leading to an increase in the relevant turnover of around 11%. The Group remains confident in its ability to recover the business momentum in Suzhou in the mid to long term and will continue to closely monitor its performance and respond to market changes in a timely and efficient manner.

During the six months ended 30 June 2021, the Group's business in Weihai recorded an increase in turnover of around 48%. This was largely due to its new industrial park, built at the invitation of Hewlett-Packard ("HP"), having commenced full operations towards the end of 2020 and subsequently venturing into the new DEMS model, under which products are designed, developed, manufactured with high levels of customisation, assembled and quality tested by the Group in a streamlined process. In May 2021, the Group began to roll out the initial mass production of its first DEMS product, contributing around 18% incremental turnover in Weihai. During the first half of 2021, the production demand from HP continued to rise which has enabled the utilisation rate of the production capacity in the new industrial park to steadily increase. Meanwhile, the Group is also serving other new OA equipment customers in the Japanese and domestic markets from its site in Weihai.

In 2020, the Group's operation in Vietnam was relatively less affected by the COVID-19 pandemic. However, during the first half of 2021, Vietnam suffered from several new waves of COVID-19. Although located in Haiphong, which was relatively less impacted during the six months ended 30 June 2021, our supply chains in other provinces in Vietnam were disrupted, leading to a number of unavoidable production schedule delays. However, our industrial park in Vietnam still managed to deliver a robust turnover growth of around 25% as compared with the first half of 2020, primarily because certain OA equipment customers have been expanding their production scale in Southeast Asia and in Vietnam particularly, while at the same time, as mentioned above, the Group has also begun to transfer the production that are targeted at the US and European markets from China to Vietnam. However, we were unable to implement this strategic move to the full extent as the COVID-19 outbreak in Vietnam during the first half of 2021 and up to date has disrupted the Group's production planning in the country. In addition, a record surge in COVID-19 cases in Vietnam has forced factories in various provinces to shut down and seen social distancing measures continuously tightened in southern Vietnam. As a result of the uncertainty in COVID-19 pandemic developments, the Group remains cautious in the performance of its Vietnamese operation in the second half of 2021.



MANAGEMENT DISCUSSION AND ANALYSIS

The OA equipment segment reported profit amounting to HK\$55,285,000 for the first half of 2021, as compared with a loss of HK\$10,121,000 for the first half of 2020. This turnaround is primarily attributable to a surge in the segmental turnover following economic recovery and our strong business momentum as mentioned above. These factors, together with the Group's position as a market leader, which was established through more than 27 years of experience, and the trust earned from our OA equipment customers, our highly efficient and agile management strategies and quality supply chains, have caused the utilisation of our production facilities to gradually return to normal, and thus improving the segment's profit margin to around 3% (1H2020: loss margin around 1%). However, as previously mentioned, the shipping disruptions, the global chip shortage and the emergence of new COVID-19 outbreak in Vietnam during the first half of 2021 have hindered the performance of our OA equipment segment to a certain degree. In particular, the global chip shortage problem persistently restricted supply of consumer electronics and OA equipment in our target markets, thus causing our OA equipment customers to reduce their planned production. The shipping container shortage at the Chinese ports has also disrupted our cargo shipments and affected our sales to customers. Consequently, although the Group recorded an increase in revenue from the majority of its OA equipment customers in the first half of 2021, some of these customers have not resumed their orders to the usual level.

Automotive Components

For the six months ended 30 June 2021, the Group continued to record robust results in the automotive component segment, primarily because the Group was able to seize opportunities that emerged from the gradual recovery of the global economy and the continuously strong consumer sentiment in China through strategic consolidation of resources and use of innovative technologies when the COVID-19 pandemic started to ease at the beginning of 2021, as well as by expanding its strategic cooperation with customers, thus leading to a 60% increase in the segment's turnover. According to the International Monetary Fund, the global economy is expected to grow at 6.0% in 2021, compared to a drop of 3.2% in 2020. The US and China's GDP growth for 2021 is projected at 7.0% and 8.1% respectively, compared to a drop of 3.5% and growth of 2.3% in 2020 in the respective economies. Global consumption sentiments have been going strong in the first half of 2021, and accordingly, the Group saw a ramp up in its operations related to the automotive component sector at most of its industrial parks during the period. We expect the trend to continue throughout the year.



MANAGEMENT DISCUSSION AND ANALYSIS

The Group's automotive component business mainly focuses on the development and mass production of moulds and products for a series of components, including automobile seats, automotive body structure and chassis. Its industrial park in Shenzhen primarily focuses on the production and export of automobile seat moulds to markets in the US and Europe. Serving as the headquarter as well as the research and development centre for the development of automobile seat components, the industrial park in Shenzhen has an important role in providing automobile seat moulds for the Group's automotive component business and carrying out technological research on related businesses. In 2020, as the phase one of our industrial park in Mexico had just commenced operation, its initial operation was subsequently disrupted by the COVID-19 outbreak. Consequently, the Group's Shenzhen site switched its main focus from the direct export of automobile seat moulds to the US and European markets to the mass production of moulds for the Mexico site. Therefore, some of the Group's automotive component customers, particularly certain US and European automobile suppliers and automakers (such as Faurecia, Brose and Tesla), placed their mould production orders directly with our Shenzhen site, which in turn recorded record-high turnover amid the COVID-19 outbreak in 2020. From 2021 onwards, as the operation of our new industrial park in Mexico largely returned to normal, the US and European automobile suppliers and automakers started to place their mould production orders with our Mexico site. The orders were then transferred to Shenzhen internally and the production of moulds were completed in Shenzhen and exported to the Mexico site where it would complete commissioning and acceptance check, and then delivered to customers in the US and Europe. Since the orders on mould production was placed with the Mexico site rather than with the Shenzhen site, and the relevant sales were recognised in Mexico instead of in Shenzhen during the first half of 2021, we have recorded a decrease in turnover from the Shenzhen business of around 51%. While supporting the development of the industrial park in Mexico and mass production of moulds for the related orders, the Group has also been developing its Shenzhen business in the domestic and Japanese markets.

In Zhongshan, the Group has recorded an increase in turnover of around 59%, primarily due to a surge in sales to several of its top customers, such as automobile suppliers in Europe and Japan, Brose, Aisin and Yachiyo, as a result of the broadening in the scope of business cooperation between the Group and these customers. The Group also began to build strategic partnerships with local automobile suppliers during the first half of 2021 in order to expand the domestic market, which also contributed to the increase in the relevant turnover in Zhongshan.

In addition to automobile suppliers, the Group also continued to earn customers' trust with its high-quality products and welding technologies in Chongqing and strengthen its business relationships with automakers, such as local automakers, Great Wall Motors and SAIC-GM-Wuling, which contributed to a growth in the relevant turnover in Chongqing of around 61%. To better cope with the development of Great Wall Motors, certain orders from these local automakers were produced in our newly established production facilities in Lezhi county of Sichuan due to its geographical convenience.



MANAGEMENT DISCUSSION AND ANALYSIS

In Wuhan, following a significant decline in performance as a result of the COVID-19 outbreak in 2020, we have seen a recovery in the relevant turnover, with an increase of around 34% for the six months ended 30 June 2021. In the midst of the COVID-19 pandemic, the Group has made several strategic changes to its customer portfolio in Wuhan, including, but not limited to, withdrawing from some of the unprofitable projects and orders, and the introduction of new customers. At the same time, the Group also continued to strengthen its relationships with several automakers, such as Great Wall Motors, and secured a number of projects and orders during the first half of 2021. Since a normal product life cycle for a single car model is between five to seven years after one to two years of its mould development, once we have secured a project and the relevant orders for mould development, we will also be involved in the mass production of the components in the product life cycle. At present, we have already seen voluminous orders on hand in Wuhan arising from new projects with Great Wall Motors and certain new energy vehicle manufacturers (for example, Lucid Motors, a new energy vehicle manufacturer in the US), and we expect these orders to crystallise into sales in five to seven years from 2022.

The Group considers its base in Mexico as an important bridge for reaching customers from the US and European markets. It not only can cater for local production projects of our US and European automotive component customers, but, as previously mentioned, can also attract a large number of mould development orders for the Group's production base in China (such as the Shenzhen site) through our internal redeployment. Such orders can consequently improve the utilisation rate of our production facilities in China. Hence, owing to an increase in mould production orders from various US and European customers placed at the Mexico site as a result of the Group's strategic deployment as abovementioned, together with the surge in direct orders on component production received in Mexico, we have recorded a 984% growth in its relevant turnover. During the first half of 2021, the phase one of the Group's industrial park in Mexico has seen a sharp increase in the utilisation rate of its production facilities as a result of a surge in direct orders on component production. At present, given the Group's competitive edges, we will be able to continue to earn the trust of our major customers in Mexico and strengthen our strategic partnership with customers, including Faurecia, Brose, Adient and Tesla. Since the Group obtained the tier-one supplier qualification from Tesla, apart from receiving indirect orders through other tier-one suppliers, it also began receiving direct orders from Tesla with mass production kicking off in July 2021. As the construction of the phase two of our industrial park in Mexico has already commenced in order to meet our increasing demand, the Group continues to expect an encouraging performance from its operation in Mexico.



MANAGEMENT DISCUSSION AND ANALYSIS

While most factors support a prosperous outlook for the segment, the automotive industry has also been hard-hit by the global chip shortage problem. Automotive production lines around the world had to close for weeks at a time due to a lack of components. Hence, many automakers have been reducing their production orders. Moreover, in the first half of 2021, the shipping container disruption during the first half of 2021 has also adversely impacted the shipment of equipment and moulds to Mexico. As a result, our performance in the automotive component industry was hampered by these unfavourable factors to a certain degree. Overall, we recorded segmental profit amounting to HK\$48,396,000 for the first half of 2021 in the automotive component segment, as compared with a segment loss of HK\$13,180,000 for the first half of 2020. The turnaround was primarily attributable to our own competitive edges, stronger strategic partnerships with automobile suppliers and automakers and a general recovery of consumer sentiment on a global basis as mentioned above, causing the utilisation of our production facilities to increase, and hence improving the segment's profit margin to around 9% (1H2020: loss margin around 4%). Looking ahead, with energy savings, reduced emissions and low-carbon footprints strongly advocated by the society, new energy vehicles are destined to become a key business growth driver in the automotive component sector. As reported by the China Automobile Association in July 2021, the total vehicle sales in the first half of 2021 amounted to 12,891,000 units, representing a year-on-year increase of 25.6%, while total new energy vehicle sales amounted to 1,206,000 units, representing a year-on-year increase of two folds. It is also predicted that total new energy vehicles sales will climb to 2,400,000 units, reaching a year-on-year growth rate of 76%, presenting enormous room for growth for the industry. The Group will therefore continue to develop the new energy vehicle field and expand its strategic cooperation with customers.

OUTLOOK

Currently, the COVID-19 pandemic is destined to enter into a new phase with the Delta variant spreading in countries across the globe. In particular, the epidemic in Vietnam has been worrying. Whether the COVID-19 outbreak in southern Vietnam will spread to the entire country remains uncertain. Overcoming this and other uncertainties in 2021 will not be easy for the Group, and the global chip shortage will make the business landscape even more challenging. Some automakers are expecting more shutdowns in the coming months, while others are halving their sales expectations for 2021. Industry analysts predict semiconductor supply will not return to normal levels until the second quarter of 2022, while some even believed that it could last until 2023. At present, the shortage of empty shipping containers in China seems to have eased as manufacturers have increased their production capacities. By the end of June 2021, the shortage of empty shipping containers at major ports in China had declined to 1.4% as compared with 13.6% in the beginning of 2021. However, industry professionals have also pointed out that despite the easing of the container shortage in China, the shipping disarray may continue into 2022.



MANAGEMENT DISCUSSION AND ANALYSIS

To tackle all of these challenges, the Group will remain cautious and meticulous when making its operating, investment and financing decisions. We will seek growth and maximise returns by reinforcing our core values and enhancing our competitive edge in both our OA equipment and automotive component sectors. In addition, the Group will continue to implement more stringent cost control measures and manage its resources as effectively as possible. We will continue to realign our production strategies with the market changes by making use of our extensive supply chain capabilities and in the meantime we will focus on selecting projects with higher returns and optimising our customer base, eliminating those that offer lacklustre profits. Starting from 2020 and throughout the first half of 2021, the Group has been implementing various strategies to increase its net margin, including, but not limited to, evaluating and improving inventory management, reducing overheads, for example by streamlining corporate structure, and withdrawing from certain projects with low returns.

Since 2020, the Group has been slowing down its capital expansion, and, going forward, we expect to adopt a similarly prudent and careful approach to capital expansion. Meanwhile, the construction of the phase two of our industrial park in Mexico, designed to meet the production demand from our US and European automotive component customers, has already commenced. Upon its completion, capital expenditure will gradually decline and will mostly consist of maintenance costs. In making investment decisions, the Group will give comprehensive consideration to various factors, such as the business viabilities and potential returns of the projects, legal and regulatory requirements and the financial capabilities of the Group. Investments are primarily made in projects that are related to the Group's principal businesses and if they are not, they should be of high growth potential and the amount invested will be limited.

The Group will also adhere to a prudent treasury policy and maintain a healthy balance sheet. As at 30 June 2021, the Group's net debt-to-equity ratio was reduced to 13.8% (as at 31 December 2020: 15.0%) primarily because the Group was able to generate substantial operating cash flows for the repayment of debts. Moving ahead, as we decelerate our capital expansion, we will aim to reduce our borrowing level, thereby lowering finance costs. The Group will also closely monitor the interest rate trend and make reference to the interest rate forecast to make necessary adjustments to treasury decisions.

Last but not least, we have a philosophy centred on creating value for our shareholders. Therefore, since our listing in 2005, we have always adhered to a dividend payout policy at approximately 30% of net profit, and the first half of 2021 is no exception. In the future, we will adhere to our philosophy of continuous technological improvement, and take appropriate steps to expand our income sources to maximise the returns to our shareholders.

MANAGEMENT DISCUSSION AND ANALYSIS

FINANCIAL REVIEW

An analysis of the Group's turnover and results by segment is as follows:

	Six months ended 30 June			
	2021		2020	
	HK\$'000		HK\$'000	
By business segment				
Turnover				
<i>Office automation equipment division</i>				
Design and fabrication of moulds	148,205	6.2%	73,411	4.3%
Manufacturing of components	1,657,750	69.5%	1,265,402	74.4%
Others (Note 1)	24,392	1.0%	13,499	0.8%
	<u>1,830,347</u>	76.7%	<u>1,352,312</u>	79.5%
<i>Automotive component division</i>				
Design and fabrication of moulds	85,118	3.6%	116,706	6.9%
Manufacturing of components	434,619	18.2%	215,417	12.7%
Others (Note 1)	36,785	1.5%	15,885	0.9%
	<u>556,522</u>	23.3%	<u>348,008</u>	20.5%
Total	<u>2,386,869</u>		<u>1,700,320</u>	
Segment results				
Office automation equipment division	55,285		(10,121)	
Automotive component division	48,396		(13,180)	
Operating profit	103,681		(23,301)	
Unallocated expenses	(21,402)		(22,517)	
Finance income	5,307		5,993	
Finance costs	(13,829)		(26,429)	
Share of profits/(losses) of associates	90		(2,973)	
Income tax (expense)/credit	(5,929)		3,473	
Profit/(loss) attributable to equity holders of the Company	<u>67,918</u>		<u>(65,754)</u>	

Note 1: Others mainly represented sales of scrap materials.



MANAGEMENT DISCUSSION AND ANALYSIS

Turnover

During the period, the Group's turnover increased by 40.4% to HK\$2,386,869,000, which was primarily caused by an increase in orders from certain existing customers and the Group's effort to develop new customers during the period.

Gross profit

During the period, gross profit margin increased to 20.4% (1H2020: 17.4%), which was mainly driven by the increase in orders as mentioned above and fewer production delays as a result of resumption of economic activities, thus achieving a better utilisation of the Group's production facilities.

Segment results

As mentioned in the annual report for the year ended 31 December 2020, the basis of segment reporting has been amended to align with the organisational structure of the Group. This change is in accordance with HKFRS 8 which requires the Group to report operating segment information on the basis of internal reports that are regularly reviewed by the Group's chief operating decision maker in order to allocate resources to the segment and assess its performance.

For the six months ended 30 June 2021, as a result of a surge in turnover as well as improved gross profit margin as mentioned above, the operating profit margin of the Group's office automation equipment division and automotive component division went up to 3.0% and 8.7% respectively (1H2020: operating loss margin 0.7% and 3.8% respectively). Hence, the operating profits amounted to HK\$55,285,000 and HK\$48,396,000 respectively (1H2020: operating losses HK\$10,121,000 and HK\$13,180,000 respectively).

Unallocated expenses

During the period, unallocated expenses mainly represent corporate expenses of HK\$21,402,000 (1H2020: HK\$22,517,000).

Finance income and costs

For the six months ended 30 June 2021, the Group's finance income and finance costs decreased by 11.4% and 47.7% to HK\$5,307,000 and HK\$13,829,000 respectively, mainly attributable to declining interest rates for the Group as compared to the first half of 2020.



MANAGEMENT DISCUSSION AND ANALYSIS

Share of profits/(losses) of associates

Share of profits/(losses) of associates represents the Group's share of 40% of the profit (1H2020: loss) of the micro lending business through equity pick-up.

Income tax (expense)/credit

Income tax expense for the six months ended 30 June 2021 mainly represents current income tax charge amounting to HK\$14,338,000 and deferred income tax charge amounting to HK\$1,685,000 netted off by over-provision in prior years amounting to HK\$10,094,000.

Profit/(loss) attributable to equity holders of the Company

During the period, the Group recorded profit attributable to equity holders of the Company amounting to HK\$67,918,000 (1H2020: loss of HK\$65,754,000), which was primarily caused by the increase in operating profit as mentioned above.

LIQUIDITY AND FINANCIAL RESOURCES

During the six months ended 30 June 2021, the Group's net cash generated from operating activities increased to HK\$156,105,000 (1H2020: HK\$41,245,000), which was primarily due to increase in the Group's operating profit. During the period, the Group's capital expenditure increased to HK\$190,025,000 as the construction on the phase two industrial park in Mexico has commenced and certain maintenance and renovation work on the existing production facilities continued during the first half of 2021. In addition, the Group's short-term and restricted bank deposits also increased significantly by HK\$146,065,000. Therefore, the Group recorded net cash used in investing activities amounting to HK\$286,550,000 (1H2020: net cash generated from investing activities HK\$410,000). The Group had a net increase in bank borrowings of HK\$130,070,000 during the period. As no dividends were paid, the Group recorded net cash generated from financing activities of HK\$117,993,000 during the period (1H2020: net cash used in financing activities HK\$13,835,000).

MANAGEMENT DISCUSSION AND ANALYSIS

Treasury policy

The Group adopts a prudent treasury policy. Treasury activities are controlled by senior management members with an objective of achieving a balance between the Group's expansion needs and its financial stability. An adequate level of cash resources is maintained by each of the Group's subsidiaries, and the Group also has sufficient stand-by credit lines to provide adequate liquid funds to finance its business activities. Due consideration is given to the cost of borrowings. Accordingly, substantially all of the Group's bank borrowings as at 30 June 2021 were obtained from banks in Hong Kong to take advantage of the lower borrowing costs in Hong Kong, as compared to those in China. In addition, as a majority of the Group's sales are made in Hong Kong dollars and United States dollars (which are pegged), almost all of the Group's borrowings as at 30 June 2021 were denominated in Hong Kong dollars and United States dollars to match repayment currency with the Group's major source of operating cash inflows. Looking ahead, the Group will adhere to conservative financial management policies and remains committed to maintaining a healthy balance sheet.

Key financial performance indicators

(a) Liquidity and capital adequacy ratios

	30 June 2021	31 December 2020
Inventory turnover days (Notes 1 and 5)	61	61
Debtors' turnover days (Notes 2 and 5)	88	94
Creditors' turnover days (Notes 3 and 5)	124	130
Cash conversion cycle (Notes 4 and 5)	25	25
Current ratio (Notes 6 and 8)	1.30	1.18
Net debt-to-equity ratio (Notes 7 and 8)	13.8%	15.0%

(b) Profitability ratios

	30 June 2021	30 June 2020
Net profit/(loss) margin (Notes 9 and 11)	2.8%	(3.9%)
Return/(loss) on shareholders' equity (Notes 10 and 11)	2.5%	(2.7%)

MANAGEMENT DISCUSSION AND ANALYSIS

Notes:

1. Calculation of inventory turnover days is based on the ending inventories divided by cost of sales and multiplied by the number of days during the period.
2. Calculation of debtors' turnover days is based on the ending balance of trade receivables divided by turnover and multiplied by the number of days during the period.
3. Calculation of creditors' turnover days is based on the ending balance of trade payables divided by cost of sales and multiplied by the number of days during the period.
4. Cash conversion cycle is defined as the total sum of inventory and debtors' turnover days less creditors' turnover days.
5. These ratios have a significant impact on the ability of the Group to generate cash flows from its operations. Therefore, they are selected as key financial performance indicators.
6. Current ratio is calculated based on the Group's total current assets divided by total current liabilities.
7. Net debt-to-equity ratio is calculated based on the total balance of bank borrowings and lease liabilities less cash and bank balances divided by shareholders' equity. Lease liabilities exclude the rentals for factory and office premises in future periods amounting to HK\$108,113,000 as at 30 June 2021 (as at 31 December 2020: HK\$69,713,000). These rentals have not yet been incurred, but are deemed as lease liabilities under the newly adopted Hong Kong Financial Reporting Standard 16 "Leases". The ownership of the related factory and office premises is not held by the Group.
8. These ratios reflect the Group's financial stability and its ability to pay its debts as they fall due. Therefore, they are selected as key financial performance indicators.
9. Net profit/(loss) margin is based on profit/(loss) attributable to equity holders of the Company divided by turnover.
10. Return/(loss) on shareholders' equity is based on profit/(loss) attributable to equity holders of the Company divided by shareholders' equity.
11. These ratios reflect the Group's ability to generate returns from its business, and the returns obtainable by shareholders from their investments in the Group. Therefore, they are selected as key financial performance indicators. Ratios for the six months ended 30 June 2020 and 2021 were calculated using the half-year profit/(loss) of the Group for the respective periods.



MANAGEMENT DISCUSSION AND ANALYSIS

Inventory turnover days

The Group's inventory turnover days for the period was 61 days, which was comparable to that for the year ended 31 December 2020.

Debtors' and creditors' turnover days

Debtors' turnover days for the period improved to 88 days, which was primarily due to the Group's stringent credit control. Creditors' turnover days for the period improved to 124 days, which was mainly because a higher percentage of the Group's purchases were made from suppliers with shorter credit periods during the period.

Cash conversion cycle

The cash conversion cycle in the first half of 2021 was comparable to that for the year ended 31 December 2020.

Current ratio and net debt-to-equity ratio

During the period, the Group obtained certain new long-term instalment loans to refinance certain of its long-term loans which were due for repayment within one year. In the meantime, inventory, trade receivables and cash and bank balances increased during the period due to an increase in orders from customers during the period, thus driving up the inventory level and resulting in a spike in turnover, which in turn increase the trade receivables and operating cash inflows to the Group. Accordingly, the current ratio improved to 1.30 as at 30 June 2021. As a result of increased cash and bank balances, the net debt-to-equity ratio improved to 13.8% as at 30 June 2021.

Net profit/(loss) margin and return/(loss) on shareholders' equity

The Group recorded net profit margin and return on shareholders' equity during the period as compared to the net loss margin and loss on shareholder's equity for the first half of 2020 which was caused by the profit (1H2020: loss) attributable to equity holders of the Company, as explained in the section headed "Financial Review" above.



MANAGEMENT DISCUSSION AND ANALYSIS

KEY RELATIONSHIPS WITH CUSTOMERS AND SUPPLIERS

A high priority for the Group is to ensure customer satisfaction in terms of our products and services. Strenuous efforts are made to ensure compliance with the laws and regulations relating to product health and safety, advertising, labelling and privacy matters of the jurisdictions in which we operate. The Group adopts international best practices in the area of product quality management, and has been accredited with ISO9001 certification by the BSI Group since 2000. As at the date of this report, the Group was compliant with the latest version of the ISO9001 standards (i.e. the 2015 version). To strengthen our relationships with key customers, various initiatives have also been introduced as part of our efforts to continuously improve the quality, reliability and safety of our products and services. During the period, the Group continued to implement various “Quality Control Circles” and lean production activities which require the participation of all employees from front line staff to senior management to identify, analyse and implement areas of improvement in our production processes. We are committed to product quality and safety, and therefore we have received numerous accolades from many reputable customers for the quality and reliability of our products and services for years, such as Fujifilm Business Innovation (formerly known as Fuji Xerox), Kyocera, Canon, Toshiba, Segway-Ninebot and Faurecia.

The Group always adheres to international best practices and conducts fair and unbiased tender processes when dealing with suppliers. Our procurement procedures provide directions and guidelines on evaluation and engagement when dealing with suppliers of goods and services to ensure business is conducted with legally, financially and technically-sound entities. In addition, approval procedures are in place to ensure that supplier engagements are monitored and approved by the appropriate level of management. When selecting suppliers, the Group takes into account factors such as quality of services and products, past performance, financial standing, market share assessment and recommendation from the customers. The Group expects major suppliers to observe the same environmental, social, health and safety and governance policies in their operating practices as those adopted by the Group. Procurement teams are trained to take into account each and every aspect of such policies when assessing suppliers and tendering procedures are carefully and thoroughly communicated to vendors.

As at 30 June 2021, the Group’s length of relationship with its five largest customers and five largest suppliers ranged from 4 years to more than 10 years respectively.



MANAGEMENT DISCUSSION AND ANALYSIS

For the six months ended 30 June 2021, sales to the five largest customers represented 59.8% of the Group's total turnover. Accordingly, any change in these customers' businesses and financial conditions is likely to have an impact on the financial performance of the Group. To manage this risk, the Group performs credit evaluation of its customers to ensure that sales are made only to entities with viable businesses and sound financial background. Credit periods granted to the customers are closely monitored and approved by the appropriate level of management. At the same time, the Group identifies and develops new customers with high potentials in an effort to widen the customer base and reduce the reliance on existing key customers.

The foreign currency risks arising from dealings with customers and suppliers in foreign currencies are discussed in the section headed "Foreign Currency Exposure" of this report.

ENVIRONMENTAL POLICY AND PERFORMANCE

In conducting the business, the Group's objective is to minimise the adverse effects of its operations on the environment. In addition, in order to comply with the applicable environmental protection laws, the Group has established an environmental management system in its operations in accordance with ISO14001 international standards and obtained the latest version of ISO14001 certification (i.e. the 2015 version). The environmental management system is reviewed from time to time in order to reduce risks relating to environmental issues. The Group has complied with a number of environmental protection laws in connection with water pollutants, air pollutants, solid waste pollutants, as well as noise pollution generated from its manufacturing operations. During the six months ended 30 June 2021, there was no material breach of or non-compliance with the environmental laws and regulations by the Group that has a significant impact on its business and operations.

Other green initiatives and measures have also been adopted by the Group to control the use of energy and resources in the production, business operation and management activities so as to achieve economic benefit. Such initiatives include reducing wastes by setting up recycling centres at industrial parks, and reducing electricity, water and other resources consumption through practices such as small zone lighting, installing timer control systems on machinery, setting up resources conservation teams to monitor the use of resources and recycling of used papers.

MANAGEMENT DISCUSSION AND ANALYSIS

COMPLIANCE WITH RELEVANT LAWS AND REGULATIONS

The Group is subject to the laws and regulations in the countries in which it operates. Any failure to comply with laws and regulations could result in legal proceedings and expose us to civil or criminal liabilities. The long-term development of our business depends on a steady legal environment. Unanticipated changes in policies and regulatory practices may adversely affect our business. The Group will continue to ensure the highest compliance standard and engage independent legal services whenever necessary.

During the six months ended 30 June 2021, as far as the Company is aware, there was no material breach of or non-compliance with applicable laws and regulations by the Group that has a significant impact on its business and operations.

FOREIGN CURRENCY EXPOSURE

For the six months ended 30 June 2021, the Group's sales and raw material purchases were denominated in the following currencies:

	Sales	Purchases
Hong Kong dollars	19.0%	4.3%
US dollars	54.4%	51.7%
Renminbi	25.8%	43.7%
Other currencies	0.8%	0.3%

A majority of the Group's customers and suppliers in China, Vietnam and Mexico are reputable international companies which use United States dollars as the settlement currency. Accordingly, approximately 73.4% of the Group's sales and 56.0% of its raw material purchases were made in United States dollars and Hong Kong dollars (which are pegged to United States dollars) during the period. The Group also has a policy of using Renminbi to settle the purchases of raw materials used for Renminbi denominated sales. Sales and raw material purchases denominated in other currencies were mainly related to initial trial orders with new customers and suppliers, and therefore their percentages to our total turnover and purchases were small. Should these sales and raw material purchases increase in the future, we will take appropriate actions to safeguard ourselves from any potential exchange rate risk that may arise from dealing in other currencies. Further, it is the Group's policy to strictly prohibit any speculative foreign exchange transaction which is not related to business operations.



MANAGEMENT DISCUSSION AND ANALYSIS

At present, although the Group endeavours to transact sales and raw material purchases in matching currencies, the percentage of the Group's raw material purchases in Renminbi is still larger than the percentage of its sales in Renminbi due to the Group's substantial production operations in China. However, management is of the view that the exchange rate risk is not high because Renminbi is unlikely to resume a long-term appreciation trend in a foreseeable future. Further, the Group operates in China, Vietnam and Mexico, and therefore has assets and liabilities denominated in Renminbi, Vietnamese Dong and Mexican Peso. Any significant fluctuation in the exchange rates of these currencies against United States dollars and Hong Kong dollars may cause the Group to incur exchange gains or losses. To handle such risks, management will continue to evaluate the Group's foreign currency exposure on an ongoing basis and takes actions to minimise the Group's exposure whenever necessary.

HUMAN RESOURCES

As at 30 June 2021, the total number of the Group's employees decreased from 10,769 employees as at 31 December 2020 to 10,229 employees as at 30 June 2021. This was primarily because of certain layoffs in the existing factories as a result of the Group's efforts to revamp its operational strategies and the Group's more stringent cost control measures, in view of the growing uncertainty facing the industries.

The Group considers its employees, in particular the skilled engineers and production management members, as its core assets since the Group's future success relies on the strengthening of its product quality and management on a continuing basis. Remuneration policy is reviewed regularly, making reference to the prevailing legal framework, market conditions and performance of the Group and individual staff. Share option scheme was adopted to attract and retain talents to contribute to the Group. However, apart from providing attractive remuneration packages, management believes that the creation of a harmonious working environment suitable for the development of employees' potentials is also important for attracting and retaining qualified staff for its future success. Training programmes are offered to employees for their continuous development. Besides, various employee activities are organised to inspire the team spirit of the Group's staff, which includes the organisation of company outings and sport activities in which the Group's employees, top management (including executive directors) and customers participate. Substantial resources were also devoted to improve the factory and dormitory environment of the Group with a view to providing an attractive working and living environment for the Group's employees.

As at 30 June 2021, the average length of services of the Group's employees below and above manager grade was 2.7 years and 9.1 years respectively.

CHARGES ON THE GROUP'S ASSETS

As at 30 June 2021, the charges on the Group's assets included mortgage of equipment under lease liabilities with net book amount of HK\$52,041,000 for securing lease liabilities.

MANAGEMENT DISCUSSION AND ANALYSIS

SPECIFIC PERFORMANCE OBLIGATIONS OF THE CONTROLLING SHAREHOLDERS

A subsidiary of the Company is a party to loan agreements with Bank of China (Hong Kong) Limited in respect of the following banking facilities (“BOC Facilities Agreements”):

- (i) a term loan facility up to HK\$200,000,000 with a repayment term of five years from the date of first drawdown (the outstanding loan balance was HK\$54,286,000 as at 30 June 2021);
- (ii) another term loan facility up to HK\$200,000,000 with a repayment term of four years from the date of first drawdown (the outstanding loan balance was HK\$200,000,000 as at 30 June 2021); and
- (iii) a revolving loan for an amount up to HK\$40,000,000 (there was no outstanding balance as at 30 June 2021).

The following specific performance obligations are imposed on the controlling shareholders of the Company under the BOC Facilities Agreements:

- (i) Mr. Zhang Hwo Jie, Mr. Zhang Jian Hua and Mr. Zhang Yaohua shall maintain to hold not less than 35% of the issued share capital of the Company and shall remain as the largest shareholder of the Company; and
- (ii) Mr. Zhang Hwo Jie shall remain as the chairman of the board of directors and an executive director of the Company.

In addition, a subsidiary of the Company is a party to loan agreements with Hang Seng Bank Limited in respect of the following facilities (“HSB Facilities Agreements”):

- (i) a term loan facility up to HK\$200,000,000 for a term of four years from the date of drawdown of the loan (the outstanding loan balance was HK\$34,500,000 as at 30 June 2021);
- (ii) another term loan facility up to HK\$300,000,000 for a term of four years from the date of drawdown of the loan (the outstanding loan balance was HK\$210,000,000 as at 30 June 2021);
- (iii) another term loan facility up to HK\$300,000,000 for a term of four years from the date of drawdown of the loan (the outstanding loan balance was HK\$270,000,000 as at 30 June 2021);



MANAGEMENT DISCUSSION AND ANALYSIS

- (iv) another term loan facility up to HK\$150,000,000 for a term of two and a half years from the date of drawdown of the loan (the outstanding loan balance was HK\$150,000,000 as at 30 June 2021); and
- (v) revolving loan of HK\$150,000,000 (the outstanding loan balance was HK\$130,000,000 as at 30 June 2021).

Under the HSB Facilities Agreements, Mr. Zhang Hwo Jie, Mr. Zhang Jian Hua and Mr. Zhang Yaohua together shall maintain not less than 35% of the issued share capital of the Company, and Mr. Zhang Hwo Jie shall remain as the chairman of the board of directors of the Company.

A subsidiary of the Company is a party to loan agreements with MUFG Bank, Ltd. in respect of the following banking facilities (“MUFG Facilities Agreements”):

- (i) a term loan facility up to HK\$125,000,000 with a repayment term of four years from the date of the first drawdown (the outstanding loan balance was HK\$23,438,000 as at 30 June 2021);
- (ii) another term loan facility up to HK\$200,000,000 with a repayment term of four years from the date of the first drawdown (the outstanding loan balance was HK\$150,000,000 as at 30 June 2021); and
- (iii) revolving loan of HK\$50,000,000 (there was no outstanding balance as at 30 June 2021).

The following specific performance obligations are imposed on the controlling shareholders of the Company under the MUFG Facilities Agreements:

- (i) Mr. Zhang Hwo Jie, Mr. Zhang Jian Hua and Mr. Zhang Yaohua shall hold not less than 35% of the entire issued share capital of the Company; and
- (ii) Mr. Zhang Hwo Jie, Mr. Zhang Jian Hua and Mr. Zhang Yaohua shall collectively remain as single largest shareholder of the Company.

A subsidiary of the Company is also a party to loan agreements with The Hongkong and Shanghai Banking Corporation Limited in respect of the following facilities (“HSBC Facilities Agreements”):

- (i) a term loan facility for an amount up to HK\$150,000,000 with a repayment period of four years after drawdown (the outstanding loan balance was HK\$30,000,000 as at 30 June 2021);

MANAGEMENT DISCUSSION AND ANALYSIS

- (ii) revolving loan of HK\$175,000,000 (the outstanding loan balance was HK\$145,000,000 as at 30 June 2021); and
- (iii) combined trade facilities of HK\$25,000,000 (there was no outstanding balance as at 30 June 2021).

The following specific performance obligations are imposed on the controlling shareholders of the Company under the HSBC Facilities Agreements:

- (i) Mr. Zhang Hwo Jie, Mr. Zhang Jian Hua and Mr. Zhang Yaohua shall maintain not less than 35% of the issued share capital of the Company; and
- (ii) Mr. Zhang Hwo Jie shall remain as the chairman of the board of directors of the Company.

Besides, a subsidiary of the Company had entered into banking facility agreements with Fubon Bank (Hong Kong) Limited in respect of a short-term advance facility on a revolving basis of up to US\$7,000,000, or an equivalent amount in other currencies, and the outstanding loan balance was HK\$50,000,000 as at 30 June 2021.

The following specific performance obligations are imposed on the controlling shareholders of the Company under the Fubon Facilities Agreements:

- (i) Mr. Zhang Hwo Jie, Mr. Zhang Jian Hua and Mr. Zhang Yaohua shall collectively maintain holding of not less than 35% of the legal and beneficial interest in the issued share capital of the Company; and
- (ii) Mr. Zhang Hwo Jie shall remain as the chairman of the board of directors of the Company.

A subsidiary of the Company had also entered into a banking facility agreement with Chong Hong Bank Limited in respect of the following banking facilities (“Chong Hing Facility Agreement”):

- (i) a term loan facility up to HK\$150,000,000 with a repayment period of three years after drawdown (the outstanding loan balance was HK\$137,500,000 as at 30 June 2021); and
- (ii) revolving loan facility of HK\$50,000,000 (the outstanding loan balance was HK\$15,000,000 as at 30 June 2021).



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The following specific performance obligations are imposed on the controlling shareholders of the Company under the Chong Hing Facility Agreement:

- (i) Mr. Zhang Hwo Jie, Mr. Zhang Jian Hua and Mr. Zhang Yaohua shall at any time maintain not less than 35% of the issued share capital of the Company; and
- (ii) Mr. Zhang Hwo Jie shall remain as the chairman of the board of directors of the Company.

Further, a subsidiary of the Company had entered into a banking facility agreement with China Construction Bank Corporation Limited, Hong Kong Branch in respect of a revolving loan facility of HK\$200,000,000 (“CCB Facility Agreement”), and the outstanding loan balance was HK\$100,000,000 as at 30 June 2021.

The following specific performance obligations are imposed on the controlling shareholders of the Company under the CCB Facility Agreement:

- (i) Mr. Zhang Hwo Jie, Mr. Zhang Jian Hua and Mr. Zhang Yaohua shall collectively maintain holding of not less than 35% of the legal and beneficial interest in the issued share capital of the Company; and
- (ii) Mr. Zhang Hwo Jie, Mr. Zhang Jian Hua and Mr. Zhang Yaohua shall remain as the largest shareholder with controlling power in the Company.

A subsidiary of the Company is also a party to a banking facility agreement with Bank of Communications Co., Ltd. Hong Kong Branch in respect of the following banking facilities (“BOCOM Facility Agreement”):

- (i) a term loan facility of HK\$200,000,000 which is repayable by instalments within 3 years from the first utilisation date (the outstanding loan balance was HK\$180,000,000 as at 30 June 2021); and
- (ii) a revolving loan facility of HK\$100,000,000 (there was no outstanding balance as at 30 June 2021).

Under the BOCOM Facility Agreement, Mr. Zhang Hwo Jie, Mr. Zhang Jian Hua and Mr. Zhang Yaohua shall (i) beneficially own in aggregate (directly or indirectly) at least 35% of the issued share capital of the Company, and (ii) have the single largest shareholding interest in the Company.

A breach of any of the aforesaid obligations will constitute an event of default under the relevant facilities agreements which may result in, inter alia, the cancellation of all or any part of the commitments under the relevant facilities agreements and all borrowed amounts outstanding becoming immediately due and payable.

MANAGEMENT DISCUSSION AND ANALYSIS

SHARE OPTIONS

(a) The Share Option Scheme

The Company has a share option scheme which became effective on 21 May 2015 (the “Share Option Scheme”), the date on which it was approved by the shareholders at the annual general meeting of the Company that was held on the same day.

Movement in the share options granted under the Share Option Scheme during the six months ended 30 June 2021 and details of these share options as at 30 June 2021 are as follows:

	As at 1 January 2021	Exercised during the period	As at 30 June 2021	Share price immediately before offer date HK\$	Exercise price HK\$	Weighted average closing price before exercise of options HK\$
Executive directors						
Mr. Zhang Hwo Jie						
- Granted on 8 July 2016	18,000,000	-	18,000,000	0.64	0.692	
- Granted on 3 November 2017	17,000,000	-	17,000,000	1.08	1.10	
Mr. Zhang Jian Hua						
- Granted on 8 July 2016	18,000,000	-	18,000,000	0.64	0.692	
- Granted on 3 November 2017	17,000,000	-	17,000,000	1.08	1.10	
Mr. Zhang Yaohua						
- Granted on 8 July 2016	18,000,000	-	18,000,000	0.64	0.692	
- Granted on 3 November 2017	17,000,000	-	17,000,000	1.08	1.10	
Independent non-executive directors						
Mr. Choy Tak Ho (Note 1)						
- Granted on 8 July 2016	400,000	(400,000)	-	0.64	0.692	1.00
- Granted on 3 November 2017	400,000	-	400,000	1.08	1.10	
Mr. Leung Tai Chiu (Note 2)						
- Granted on 8 July 2016	400,000	(400,000)	-	0.64	0.692	0.87
- Granted on 3 November 2017	400,000	-	400,000	1.08	1.10	
Mr. Lam Hiu Lo						
- Granted on 8 July 2016	400,000	-	400,000	0.64	0.692	
- Granted on 3 November 2017	400,000	-	400,000	1.08	1.10	
Employees of the Group						
Mr. Zhang Hanming (Note 3)						
- Granted on 3 November 2017	600,000	-	600,000	1.08	1.10	
Ms. Zhang Shen Monica Quian Yi (Note 4)						
- Granted on 3 November 2017	600,000	-	600,000	1.08	1.10	
Others						
- Granted on 8 July 2016	11,850,000	(1,200,000)	10,650,000	0.64	0.692	0.79
- Granted on 3 November 2017	16,900,000	-	16,900,000	1.08	1.10	
	<u>137,350,000</u>	<u>(2,000,000)</u>	<u>135,350,000</u>			



MANAGEMENT DISCUSSION AND ANALYSIS

Notes:

1. Mr. Choy Tak Ho did not offer himself for re-election upon retirement by rotation at the Company's annual general meeting held on 15 June 2020 and ceased to be an independent non-executive director of the Company on 15 June 2020.

The 400,000 options and 400,000 options granted to Mr. Choy Tak Ho on 8 July 2016 and 3 November 2017 respectively should have lapsed on 15 December 2020, being six month after his retirement. In appreciation of the efforts and valuable contributions of Mr. Choy Tak Ho as an independent non-executive director since the listing of the Group in 2005, the board of directors of the Company had on 6 May 2020 exercised its discretion under the Share Option Scheme to decide that such options should not lapse and Mr. Choy Tak Ho be allowed to exercise such options during their relevant exercisable periods. Such decision had also been approved by the remuneration committee of the Company, with Mr. Choy Tak Ho abstained from voting at the committee's meeting.

2. Mr. Leung Tai Chiu resigned as an independent non-executive director of the Company on 1 July 2020.

The 400,000 options and 400,000 options granted to Mr. Leung Tai Chiu on 8 July 2016 and 3 November 2017 respectively should have lapsed upon his resignation on 1 July 2020. In appreciation of the efforts and valuable contributions of Mr. Leung Tai Chiu as an independent non-executive director since 2006, the board of directors of the Company had on 15 June 2020 exercised its discretion under the Share Option Scheme to decide that such options should not lapse and Mr. Leung Tai Chiu be allowed to exercise such options during their relevant exercisable periods. Such decision had also been approved by the remuneration committee of the Company.

3. Mr. Zhang Hanming is the father of the three executive directors, hence an associate (as defined in the Listing Rules) of them. Mr. Zhang Hanming previously worked in the Chinese government for many years before his retirement, and is now a consultant of the Group in the areas of government regulations and communication.

4. Ms. Zhang Shen Monica Quian Yi is the daughter of the Chairman of the Group, hence an associate (as defined in the Listing Rules) of him. Ms. Zhang Shen Monica Quian Yi is responsible for the overseas business development of the Group.

MANAGEMENT DISCUSSION AND ANALYSIS

All options referred to the above are subject to vesting schedule and exercise period as follows:

% of the options granted	Vesting date	Exercise period
With respect to the options granted on 8 July 2016 with exercise price of HK\$0.692		
100%	2 January 2018	2 January 2018 to 7 July 2021
With respect to the options granted on 3 November 2017 with exercise price of HK\$1.10		
100%	2 January 2020	2 January 2020 to 4 November 2024

(b) Valuation

The fair value of the options granted on 8 July 2016 and 3 November 2017 under the Share Option Scheme with outstanding balances as at 30 June 2021 of 65,050,000 options and 70,300,000 options were HK\$9,930,000 and HK\$26,594,000 respectively. The options granted on 8 July 2016 had lapsed subsequently on 7 July 2021. These fair values were calculated using the Black-Scholes valuation model and the significant inputs into the model were as follows:

	Exercise price	Expected volatility	Expected life	Risk-free rate	Dividend paid-out rate
	HK\$				
Granted on 8 July 2016	0.692	45.98%	3.24 years	0.52%	2.33%
Granted on 3 November 2017	1.10	46.52%	4.59 years	1.42%	1.89%

The expected volatility is based on historic volatility adjusted for any expected change to future volatility based on publicly available information. Dividend paid-out rate is based on historical dividend paid-out rate. Changes in these subjective input assumptions could affect the fair value estimate. The fair values calculated are inherently subjective and uncertain due to the assumptions made and the limitations of the model used. The value of an option varies with different variables of certain subjective assumptions. Any change in variables so adopted may materially affect the estimation of the fair value of an option.

MANAGEMENT DISCUSSION AND ANALYSIS

DISCLOSURE OF INTERESTS IN THE SHARE CAPITAL OF THE COMPANY AND ITS ASSOCIATED CORPORATION

As at 30 June 2021, the interests and/or short positions of the directors or chief executive of the Company in the shares, underlying shares or debentures of the Company or its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong) (the "SFO")) which were required to be notified to the Company and The Stock Exchange of Hong Kong Limited pursuant to the provisions of Divisions 7 and 8 of Part XV of the SFO (including interests and/or short positions of which they were taken or deemed to have taken under such provisions of the SFO), and/or which were required, pursuant to Section 352 of the SFO, to be entered in the register referred therein, or which were required, pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers of the Listing Rules, to be notified to the Company and The Stock Exchange of Hong Kong Limited were as follows:

(i) Long position in the shares of the Company

Name of director	Corporate interests	Personal interests	Interest of spouse	Personal interests in underlying shares held	Total interests	Approximate percentage of interest in the Company as at 30 June 2021
				under equity derivatives		
				(Note 1)		
Mr. Zhang Hwo Jie	671,750,000 (Note 2)	28,152,000	-	35,000,000	734,902,000	42.76%
Mr. Zhang Jian Hua	-	664,000	-	35,000,000	35,664,000	2.08%
Mr. Zhang Yaohua	671,750,000 (Note 2)	37,164,000	156,000	35,000,000	744,070,000	43.30%
Mr. Lam Hiu Lo	-	-	-	800,000	800,000	0.05%

Notes:

- These interests represent the directors' beneficial interests in the underlying shares in respect of share options granted by the Company to the directors as beneficial owners, details of which are set out in the section headed "Share Options" above.
- Mr. Zhang Hwo Jie and Mr. Zhang Yaohua held 52.93% and 47.07% of the entire issued capital of Prosper Empire Limited respectively, and Prosper Empire Limited was interested in 39.09% of the entire issued capital of the Company as at 30 June 2021. Under the SFO, Mr. Zhang Hwo Jie and Mr. Zhang Yaohua are both deemed to be interested in the shares held by Prosper Empire Limited.

MANAGEMENT DISCUSSION AND ANALYSIS

(ii) Long position in the shares of Prosper Empire Limited, an associated corporation of the Company

Name of director	Capacity	Approximate percentage of interest in Prosper Empire Limited as at 30 June 2021
Mr. Zhang Hwo Jie	Personal interests	52.93%
Mr. Zhang Yaohua	Personal interests	47.07%

SUBSTANTIAL SHAREHOLDERS

As at 30 June 2021, the interests or short positions of the persons (other than a director or chief executive of the Company) in the shares or underlying shares of the Company as recorded in the register of interests kept by the Company under section 336 of the SFO were as follows:

Name	Capacity	Number of shares	Number of underlying shares held under equity derivatives	Total interests	Approximate percentage of interest
Prosper Empire Limited	Beneficial owner	671,750,000	–	671,750,000	39.09%
Ms. Shen Chan Jie Lin	Interest of spouse (Note 1)	699,902,000	35,000,000	734,902,000	42.76%
Ms. Jiang Lu	Beneficial owner	156,000	–	156,000	0.01%
	Interest of spouse (Note 2)	708,914,000	35,000,000	743,914,000	43.29%
Pandanus Associates Inc.	Interest of controlled corporation (Note 3(a))	119,826,000	–	119,826,000	6.97%
Pandanus Partners L.P.	Interest of controlled corporation (Note 3(b))	119,826,000	–	119,826,000	6.97%
FIL Limited	Interest of controlled corporation (Note 3(b))	119,826,000	–	119,826,000	6.97%
FIL Asia Holdings Pte Limited	Interest of controlled corporation (Note 3(b))	119,826,000	–	119,826,000	6.97%

Notes:

- Under the SFO, Ms. Shen Chan Jie Lin is deemed to be interested in the shares held by Mr. Zhang Hwo Jie, who is interested in 52.93% of the issued share capital of Prosper Empire Limited. The interests disclosed by Ms. Shen Chan Jie Lin included the 671,750,000 shares of the Company held by Prosper Empire Limited.
- Under the SFO, Ms. Jiang Lu is deemed to be interested in the shares held by Mr. Zhang Yaohua, who is interested in 47.07% of the issued share capital of Prosper Empire Limited. The interests disclosed by Ms. Jiang Lu included the 671,750,000 shares of the Company held by Prosper Empire Limited.



MANAGEMENT DISCUSSION AND ANALYSIS

3. (a) The corporate substantial shareholder notice filed by Pandanus Associates Inc. indicated that it was deemed to be interested in 119,826,000 shares under the SFO by virtue of its interests held through Pandanus Partners L.P, its immediate wholly-owned subsidiary.
- (b) The corporate substantial shareholder notice filed by Pandanus Partners L.P. indicated that Pandanus Partners L.P. was interested in 37.01% of the issued share capital of FIL Limited. The same notice also indicated that FIL Investment Management (Hong Kong) Limited (“FIL (Hong Kong)”) was wholly-owned by FIL Asia Holdings Pte Limited, which was in turn wholly-owned by FIL Limited. Accordingly, under the SFO, each of Pandanus Partners L.P., FIL Limited and FIL Asia Holdings Pte Limited is deemed to be interested in the 119,826,000 shares held by FIL (Hong Kong).

PURCHASES, SALE AND REDEMPTION OF THE SHARES

Neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company’s shares during the six months ended 30 June 2021 and up to the date of this report.

PRE-EMPTIVE RIGHTS

There is no provision for pre-emptive rights under the Company’s articles of association or the laws of Cayman Islands where the Company was incorporated.

DIVIDEND

The Board declared an interim dividend of HK1.2 cent per ordinary share, totaling HK\$20,749,000 for the six months ended 30 June 2021 to eligible shareholders whose names appear on the register of members of the Company on Wednesday, 15 September 2021. The interim dividend will be payable in cash on Friday, 24 September 2021.

CLOSURE OF REGISTER OF MEMBERS

To determine eligibility for the interim dividend, the register of members of the Company will be closed from Monday, 13 September 2021 to Wednesday, 15 September 2021, both days inclusive, during which period no transfer of shares will be registered. In order to qualify for the entitlement to the interim dividend, all transfers of shares of the Company accompanied by the relevant share certificates and transfer forms must be lodged with the Company’s branch share registrar in Hong Kong, namely, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on Friday, 10 September 2021.



MANAGEMENT DISCUSSION AND ANALYSIS

MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company had adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the “Model Code”) as set out in Appendix 10 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”). Having made specific enquiry of all directors, the Company reported that all directors had complied with the required standards set out in the Model Code during the six months ended 30 June 2021.

CORPORATE GOVERNANCE

The Company and the directors confirm, to the best of their knowledge, that the Company has complied with the Corporate Governance Code as set out in Appendix 14 to the Listing Rules during the six months ended 30 June 2021.

CHANGE OF DIRECTORS’ INFORMATION

Ms. Ling Kit Sum, an independent non-executive director of the Company, has retired as an independent non-executive director of Digital Hollywood Interactive Limited, a company listed on the Main Board of The Stock Exchange of Hong Kong Limited, on 2 June 2021. Ms. Ling has been appointed as the treasurer of The Education University of Hong Kong on 25 April 2021.

AUDIT COMMITTEE

The Company has set up an audit committee, in accordance with the requirements of the Corporate Governance Code as set out in Appendix 14 to the Listing Rules, for the purpose of reviewing and providing supervision on the financial reporting process, risk management, internal control system and corporate governance matters of the Group. The audit committee comprises the three independent non-executive directors with Ms. Ling Kit Sum as the chairman. The audit committee has reviewed the accounting principles and practices adopted by the Group and discussed risk management, internal control, corporate governance and financial reporting matters with management including a review of the unaudited interim financial statements and the interim report for the six months ended 30 June 2021.

By order of the Board

Zhang Hwo Jie

Chairman

Hong Kong, 26 August 2021



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