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**WANKA ONLINE INC.**

**萬咖壹聯有限公司\***

(於開曼群島註冊成立的有限公司)

(股票代號：1762)

## 截至二零二一年六月三十日止六個月之中期財務業績公告

萬咖壹聯有限公司(「本公司」，連同其附屬公司及合併聯屬實體統稱「本集團」)董事(「董事」)會(「董事會」)欣然宣佈本集團截至二零二一年六月三十日止六個月的未經審核簡明綜合中期財務業績。本公告列載本公司二零二一年中期報告(「中期報告」)全文，並符合香港聯合交易所有限公司證券上市規則有關中期業績公告的披露規定。中期報告的印刷版本將於二零二一年九月三十日或之前寄發予本公司股東，並可於其時在聯交所網站([www.hkexnews.hk](http://www.hkexnews.hk))及本公司網站([www.wankaonline.com](http://www.wankaonline.com))上閱覽。

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## **BOARD OF DIRECTORS**

### **Executive Directors**

Mr. GAO Dinan (*Chairman and Chief Executive Officer*)  
Ms. ZHOU Yan  
Mr. NIE Xin

### **Non-executive Directors**

Mr. ZHENG Wei  
Mr. SONG Chunyu

### **Independent non-executive Directors**

Mr. CHEN Baoguo  
Mr. LIANG Zhanping  
Ms. ZHAO Xuemei

## **AUDIT COMMITTEE**

Mr. CHEN Baoguo (*Chairman*)  
Ms. ZHAO Xuemei  
Mr. LIANG Zhanping

## **REMUNERATION COMMITTEE**

Mr. LIANG Zhanping (*Chairman*)  
Mr. CHEN Baoguo  
Mr. NIE Xin

## **NOMINATION COMMITTEE**

Mr. GAO Dinan (*Chairman*)  
Mr. LIANG Zhanping  
Ms. ZHAO Xuemei

## **COMPANY SECRETARY**

Mr. CHAN Chi Keung

## **AUTHORISED REPRESENTATIVES**

Mr. GAO Dinan  
Mr. CHAN Chi Keung

## **董事會**

### **執行董事**

高弟男先生 (*主席兼首席執行官*)  
周豔女士  
聶鑫先生

### **非執行董事**

鄭煒先生  
宋春雨先生

### **獨立非執行董事**

陳寶國先生  
梁戰平先生  
趙學梅女士

## **審核委員會**

陳寶國先生 (*主席*)  
趙學梅女士  
梁戰平先生

## **薪酬委員會**

梁戰平先生 (*主席*)  
陳寶國先生  
聶鑫先生

## **提名委員會**

高弟男先生 (*主席*)  
梁戰平先生  
趙學梅女士

## **公司秘書**

陳志強先生

## **授權代表**

高弟男先生  
陳志強先生

## AUDITOR

BDO Limited  
Certified Public Accountants  
25th Floor, Wing On Centre  
111 Connaught Road Central  
Hong Kong

## LEGAL ADVISERS

*As to Hong Kong law:*  
Wilson Sonsini Goodrich & Rosati  
Suite 1509, 15F, Jardine House  
1 Connaught Place  
Central Hong Kong

## REGISTERED OFFICE

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

## PRINCIPAL PLACE OF BUSINESS IN HONG KONG

1001 Admiralty Centre Tower 1  
18 Harcourt Road  
Hong Kong

## HEAD OFFICE AND PRINCIPAL PLACE OF BUSINESS IN CHINA

4/F, Building No. 6  
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60 Anli Road  
Chaoyang, Beijing  
PRC

## CAYMAN ISLANDS PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE

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

## 核數師

香港立信德豪會計師事務所有限公司  
執業會計師  
香港  
中環干諾道中111號  
永安中心25樓

## 法律顧問

有關香港法律：  
威爾遜·桑西尼·古奇·羅沙迪律師事務所  
香港中環  
康樂廣場1號  
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## 註冊辦事處

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

## 香港主要營業地點

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夏慤道18號  
海富中心1座1001室

## 總部及中國主要營業地點

中國  
北京朝陽區  
安立路60號  
潤楓德尚苑  
6棟4樓

## 開曼群島主要股份過戶登記處

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

# CORPORATE INFORMATION

## 公司資料

### HONG KONG SHARE REGISTRAR

Tricor Investor Services Limited  
Level 54, Hopewell Centre  
183 Queen's Road East  
Hong Kong

### PRINCIPAL BANKS

East West Bank (China) Limited  
33/F, Jin Mao Tower  
88 Century Boulevard  
Pudong New District  
Shanghai, PRC

HSBC Bank (China) Company Limited Beijing Branch  
1/F, Fortune Financial Center  
No. 5 Dongsanhuan Zhong Road  
Chaoyang District  
Beijing, PRC

China Merchants Bank, Huizhong Beili Branch  
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Beijing, PRC

### COMPANY WEBSITE

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

### STOCK CODE

1762

### 香港股份過戶登記處

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香港  
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### 主要往來銀行

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中國上海市  
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金茂大廈33樓

滙豐銀行(中國)有限公司北京分行  
中國北京市  
朝陽區  
東三環中路5號  
財富金融中心1層

招商銀行慧忠北里支行  
中國北京市  
朝陽區  
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### 公司網站

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

### 股份代號

1762

Dear Shareholders:

Following the effective control over the novel coronavirus (COVID-19) pandemic in China during the first half of 2021, the economy gradually recovered in the midst of various industries continuing to deepen their digitalization, which is evidenced by a growing number of devices connected to the internet which drives the flourishing development of mobile internet and smart Internet-of-Things ecosystem. As a result of our accumulated operational experience and continuing investments in the research and development to optimize the placement efficiency of the DAPG platform in various industries, our business development is back on track and remains stable. During the six months ended 30 June 2021, we completed the placing of new shares and raised the proceeds of approximately HK\$189 million to further develop our business ecosystem and provide new internet-related and technology solutions to our customers, positioning ourselves better for the entire ecosystem. I am pleased to present the Shareholders our interim report for 2021.

### FINANCIAL PERFORMANCE

Thanks to our timely adjusted business planning and persistence in a rigorous management model in 2020, we have accumulated valuable experiences that are conducive to sustaining our growth to a certain extent in the first half of 2021 while maintaining the stability of our business operation. Our total revenue for the first half of 2021 amounted to RMB1,015.2 million, representing an increase of 4.3% from RMB973.2 million for the corresponding period in 2020. Gross profit increased by 12.6% on a period-on-period basis to RMB141.7 million. Operating profit increased by 2.0% on a period-on-period basis to RMB76.6 million. Profit after tax increased by 4.4% on a period-on-period basis to RMB56.6 million.

### BUSINESS REVIEW

For the purposes of our principal business operations in 2021, we focused on strengthening and expanding our channels, strategically developing the content ecosystem, innovating placement models, and many other areas. For the first half of 2021, our revenues from mobile advertising amounted to RMB962.7 million, representing a period-on-period increase of 3.2%. During the first half of 2021, our revenues from online-video distribution and game co-publishing amounted to RMB46.5 million and RMB5.9 million, respectively. We expect the demand for mobile distribution and placement will continue to grow in the second half of the year, and the mobile distribution industry will continue to show an upward trend.

致各位股東：

二零二一年上半年，新型冠狀病毒 (COVID-19) 疫情在我國得到了有效控制，經濟逐步復蘇，各行業不斷深化數字化建設，更多的設備與互聯網相聯，推動了移動互聯網和智慧物聯網生態的蓬勃發展。而憑藉我們積累的運營的經驗，以及持續投入研發優化DAPG平台在各行各業的投放效率，我們的業務亦逐步回歸正軌，保持平穩的發展，截至二零二一年六月三十日止六個月，我們完成了價值約1.89億港元的新股配售，用於進一步深耕業務生態以及為我們的客戶提供新互聯網及技術解決方案，使我們能夠更好地佈局整個生態環境。本人欣然向股東呈呈我們截至二零二一年度中期業績報告。

### 財務表現

得益於我們在二零二零年適時地調整了業務規劃和維持嚴格的管理模式，為我們積累了寶貴的經驗，使得二零二一年上半年我們得以在維持業務穩定的基礎上有一定程度的發展。我們在二零二一年上半年的總收益為人民幣1,015.2百萬元，較二零二零年同期的人民幣973.2百萬元增加4.3%。毛利同比增加12.6%至人民幣141.7百萬元。經營溢利同比增加2.0%至人民幣76.6百萬元。稅後利潤同比增加4.4%至人民幣56.6百萬元。

### 業務回顧

二零二一年在主營業務方面，我們著重於渠道強化擴展、內容生態佈局以及投放方式創新等方面的耕耘。在二零二一年上半年，我們的移動廣告業務收益為人民幣962.7百萬元，同比增加3.2%，而我們的網絡視頻分發及遊戲聯運服務在二零二一年上半年的收益分別為人民幣46.5百萬元及人民幣5.9百萬元。我們預期移動分發投放需求在下半年將繼續增長，移動分發行業將持續呈現上升態勢。

## CHAIRMAN'S STATEMENT

### 主席報告書

Whilst continuing to strengthen our close ties with MHA members and mobile distribution channel providers, we are committed to expanding a more comprehensive range of distribution channels for our customers. Upon entering into a business partnership with Xiaomi in January this year, we achieved exemplary distribution performances during the first month when the platform connected to Xiaomi's channels by tapping into the data and experience accumulated through the excellent placement efficiency of the DAPG platform, which also reaffirmed the superiority of the AI algorithm module on the DAPG platform.

On the other hand, we have been active in innovating the content ecosystem by focusing on expanding and innovating the original video distribution business in the era when content enjoys dominance. To this end, we continue to seek cooperation with short-form video creators, video self-media creators, key opinion leaders and key opinion consumers to explore mutually beneficial models for video contents and channel providers.

In the context of the gradual economic recovery in the domestic market and the increasingly strengthened digital transformation in various industries, our mobile distribution efficiency and adaptability are confronted with higher standards, while our continuing investments in the DAPG research and development prepare us well for diversified collaboration. In 2021, we optimized and upgraded our mobile application placement for various industries, such as games, food and beverage, information, and tools. Our placement models also fully support mobile lock screen interfaces and short videos. To better serve our customers, we also continued to invest in creative materials to meet the placement requirements of various industries.

Driven by the rapid development of smart Internet of Things, the Quick App technology also embraces more missions. By leveraging QAA's extensive coverage of mobile phones and smart devices, the Quick App is rapidly advancing in the field of smart Internet of Things. Following constant exploration and research, the Quick App has officially supported mobile phones, TVs, automobiles, speakers, watches, computers and other important touchscreen devices. At the same time, in order to adapt to more IoT devices, the Quick App has supported voice wake-up, multi-device connection, automatic screen adaptation for different devices, and physical button control.

我們在繼續加強與硬核聯盟成員和移動分發渠道商的緊密聯繫的同時，致力於為客戶擴展更全面的投放渠道，在今年1月，我們正式與小米達成業務合作，憑藉DAPG平台優異的投放效率所持續積累的數據和經驗，在平台與小米渠道接入的首月即取得了優異的投放成績，也再次印證了DAPG平台人工智能算法模塊的先進性。

我們亦在內容生態方面不斷嘗試，在內容為王的時代基於原有的視頻產品分發業務擴展創新，我們持續尋求短視頻、視頻自媒體、關鍵意見領袖、關鍵意見消費者等合作，探索視頻內容與渠道方更進一步的共贏模式。

在國內經濟環境逐步復蘇、各行業加強數字化轉型的背景下，對於我們的移動分發效率和適應能力有了更高的要求，我們在DAPG的持續研發投入使我們在面對多元化合作時可以做好充分準備。二零二一年，我們針對遊戲、餐飲、資訊、工具等多行業的移動應用投放進行了優化升級，投放方式也全面支持手機鎖屏界面、短視頻等。為更好的服務我們的客戶，我們亦在創意素材方面持續投入，以滿足不同行業的投放需求。

在智能物聯網的高速發展之下，快應用技術也被賦予了更多的使命。借助快應用聯盟龐大的手機和智能設備的覆蓋基礎，快應用在智能物聯網領域快速推進。經過不斷地探索和研發，快應用已經正式支持手機、電視、汽車、音箱、手錶、電腦等重要的有屏設備。同時，為適配更多的物聯網設備，快應用已支持語音喚醒、多設備場景互聯、不同設備屏幕自動適配、實體按鍵控制等能力。

## BUSINESS OUTLOOK

Despite uncertainties brought by the Delta variant of COVID-19 over the pandemic control, we are confident that more development opportunities will emerge in the future in line with the steady advancement and implementation of new infrastructure in China, the continuous development of the manufacturing and new energy sectors, and the increasingly deepened digital economy. In the second half of 2021, we will continue to deploy and deepen the diversified Android ecosystem to ensure the stable development of our principal business. In addition, we will continue to invest in technology research and development, with more efforts made to push forward with technological transformation so that the DAPG platform will be positioned to adapt to and cover more areas and channels. Furthermore, we will establish strategic cooperation and support from multiple perspectives to safeguard our business operations. For instance, we entered into a strategic cooperation agreement with East West Bank to support our business expansion and overseas development in August this year. In the meantime, we will actively maintain and develop relationships with government agencies and regulators, where we are already pushing forward with further recognition of the QAA by the government the same way as Mobile Hardcore Alliance. As for the Quick App, we will continue to develop the Internet of Vehicles business based on the Quick App in the second half of the year, which aims to explore the feasibility of replicating the service model by providing more customized internet services for smart vehicle so that such model can be applied to a much broader extent of smart Internet of Things.

## 未來展望

儘管新型冠狀病毒Delta變異株為疫情控制帶來了不確定因素，但隨著國內新型基礎設施建設穩步推進和落地，製造業和新能源的不斷發展，以及數字化經濟的進一步深化，我們堅信未來將會有更多的發展機遇。二零二一年下半年我們將繼續佈局和深耕多元化的安卓生態環境，以保證主營業務的穩定發展；我們將持續技術研發投入，加大技術變革力度，使DAPG平台能夠適應和覆蓋更多的領域和渠道；我們亦將從多角度建立戰略合作和支持，為我們的業務保駕護航：如今年8月，我們即與華美銀行簽訂戰略合作協議，為我們的業務擴展和海外發展提供支持；我們會積極維護和發展與政府機構和監管部門之間的聯繫，我們已在推動快應用聯盟如硬核聯盟一樣獲得政府更進一步的認可；快應用方面，下半年我們將繼續基於快應用發展車聯網業務，為智能汽車提供更多的互聯網定制化服務，藉以探索服務模式的可複製性，以應用於未來更多的智能物聯網領域。



### APPRECIATION

On behalf of the Board, I hereby express my sincere appreciation to the management team and employees of the Group for their hard work and unremitting commitments. The Board also greatly appreciates partners, Shareholders and stakeholders who place trust in and render support to us as they work side by side with us. We will continue to focus on the technical research and development, enhance our placement and innovation capabilities to provide better and more diversified services to the Android-based ecosystem participants and the smart Internet-of-Things participants.

**Mr. GAO Dinan**

*Chairman, Executive Director and Chief Executive Officer*

Hong Kong  
27 August 2021

### 致謝

本人僅代表董事會，對本集團的管理團隊和全體員工所作出的辛勤工作與不懈努力作衷心感謝。董事會亦感謝與我們攜手共行的合作夥伴、股東及利益相關者對我們的信賴和支持。我們將繼續聚焦我們的技術研發，提升我們的投放水平和創新能力，為安卓生態參與者和智能物聯網參與者提供更優質、更多元化的服務。

**高弟男先生**

*主席、執行董事兼首席執行官*

香港  
二零二一年八月二十七日

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

Six Months Ended 30 June 2021 Compared to Six Months Ended 30 June 2020

截至二零二一年六月三十日止六個月與截至二零二零年六月三十日止六個月之比較

		Six months ended 30 June		Period on period 按期 %
		截至六月三十日止六個月		
		2021	2020	
		二零二一年	二零二零年	
		RMB'000	RMB'000	
		人民幣千元	人民幣千元	
<b>Revenue</b>	<b>收益</b>	<b>1,015,151</b>	973,164	4.3%
Cost of sales	銷售成本	(873,461)	(847,281)	3.1%
<b>Gross profit</b>	<b>毛利</b>	<b>141,690</b>	125,883	12.6%
Other income and gains	其他收入及收益	8,244	12,746	-35.3%
Selling and distribution expenses	銷售及分銷開支	(8,188)	(7,641)	7.2%
Research and development costs	研發成本	(27,141)	(23,679)	14.6%
Administrative expenses	行政開支	(25,439)	(20,651)	23.2%
Other expenses and losses	其他開支及虧損	(5,893)	(1,269)	364.4%
Share-based payment expenses	以股份為基礎的付款開支	(6,701)	(10,311)	-35.0%
<b>Operating profit</b>	<b>經營溢利</b>	<b>76,572</b>	75,078	2.0%
Finance costs	財務成本	(3,770)	(5,434)	-30.6%
Share of losses in associates	分佔聯營公司虧損	(1,720)	(311)	453.1%
<b>Profit before tax</b>	<b>除稅前溢利</b>	<b>71,082</b>	69,333	2.5%
Income tax expense	所得稅開支	(14,484)	(15,115)	-4.2%
<b>Profit for the period</b>	<b>期內溢利</b>	<b>56,598</b>	54,218	4.4%
<i>Non-HKFRS Measures</i>	<i>非香港財務報告準則計量</i>			
<i>(unaudited)</i>	<i>(未經審核)</i>			
<b>Adjusted EBITDA<sup>(1)</sup></b>	<b>經調整EBITDA<sup>(1)</sup></b>	<b>87,135</b>	93,426	-6.7%
<b>Adjusted net profit<sup>(2)</sup></b>	<b>經調整淨溢利<sup>(2)</sup></b>	<b>63,299</b>	64,529	-1.9%

Notes:

- (1) Adjusted EBITDA eliminates the effect of depreciation, amortisation, finance costs, income tax and share-based payment expenses.
- (2) Adjusted net profit eliminates the effect of share-based payment expenses.

附註：

- (1) 經調整EBITDA抵銷折舊、攤銷、財務成本、所得稅及以股份為基礎的付款開支。
- (2) 經調整溢利淨額抵銷以股份為基礎的付款開支。

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### REVENUES

Our revenues from mobile advertising increased by 3.2% from RMB932.9 million for the six months ended 30 June 2020 to RMB962.7 million for the six months ended 30 June 2021, due to the increase in the number of mobile games we advertised for the six months ended 30 June 2021.

In addition, we generated revenues from our online-video distribution services and game co-publishing services of RMB46.5 million (30 June 2020: RMB30.0 million) and RMB5.9 million (30 June 2020: RMB10.2 million), respectively.

The following table sets forth the comparative figures for the six months ended 30 June 2021 and 2020.

### 收益

我們來自移動廣告的收益由截至二零二零年六月三十日止六個月的人民幣932.9百萬元增加3.2%至截至二零二一年六月三十日止六個月的人民幣962.7百萬元，原因為我們於截至二零二一年六月三十日止六個月期間推廣的移動遊戲數量增加。

此外，我們分別自網絡視頻產品分發服務及遊戲聯運服務產生收益人民幣46.5百萬元（二零二零年六月三十日：人民幣30.0百萬元）及人民幣5.9百萬元（二零二零年六月三十日：人民幣10.2百萬元）。

下表載列截至二零二一年及二零二零年六月三十日止六個月的比較數字。

#### Six months ended 30 June 截至六月三十日止六個月

		2021 二零二一年		2020 二零二零年	
		RMB'000 人民幣千元	% of total revenues 佔總收益的 百分比	RMB'000 人民幣千元	% of total revenues 佔總收益的 百分比
<b>Revenues</b>	<b>收益</b>				
Mobile advertising	移動廣告	962,746	94.8%	932,921	95.9%
Online-video distribution	網絡視頻產品分發	46,535	4.6%	30,015	3.1%
Game co-publishing	遊戲聯運	5,870	0.6%	10,228	1.0%
<b>Total</b>	<b>總計</b>	<b>1,015,151</b>	<b>100%</b>	<b>973,164</b>	<b>100%</b>

### Mobile Advertising Services

We generated revenues by distributing advertisements of marketers' mobile apps and mobile games in the distribution channels of our MHA members, non-MHA smartphone manufacturers and non-smartphone manufacturer distribution channel suppliers. We also offered a variety of advertising formats across our distribution channels, including app store search ads, in-feed ads, banner ads, interstitial ads and splash screen ads, to suit our customers' specific needs. The following table sets forth a breakdown of our advertising revenues by source for the six months ended 30 June 2021 and 2020:

### 移動廣告服務

我們透過在硬核聯盟成員、非硬核聯盟智能手機製造商及非智能手機製造商分發渠道供應商的分發渠道中分發行業客戶的移動應用程序及移動遊戲廣告以產生收益。我們亦於分發渠道中提供各類廣告形式(包括應用程序商店搜尋廣告、信息流內廣告、橫幅廣告、插頁式廣告及閃屏廣告)以迎合我們客戶的特定需求。下表載列截至二零二一年及二零二零年六月三十日止六個月我們按來源劃分的廣告收益明細：

		Six months ended 30 June 截至六月三十日止六個月			
		2021 二零二一年		2020 二零二零年	
		% of total RMB'000 人民幣千元		% of total RMB'000 人民幣千元	
		revenues 佔總收益的 百分比		revenues 佔總收益的 百分比	
Mobile game distribution	移動遊戲分發	905,181	94.0%	792,564	85.0%
Mobile app distribution	移動應用程序分發	57,565	6.0%	140,357	15.0%
<b>Total</b>	<b>總計</b>	<b>962,746</b>	<b>100%</b>	<b>932,921</b>	<b>100%</b>

Our mobile advertising revenue generated from distribution of mobile games increased from RMB792.6 million for the six months ended 30 June 2020 to RMB905.2 million for the six months ended 30 June 2021, representing an increase of RMB112.6 million, or 14.2%, as compared to the corresponding period in 2020. The revenues increased primarily because we expanded the number of mobile games we marketed and obtained new mobile game distribution channels from smartphone manufacturers, especially from the MHA members. Our mobile advertising revenue from mobile app distribution decreased from RMB140.4 million for the six months ended 30 June 2020 to RMB57.6 million for the six months ended 30 June 2021, representing a decrease of RMB82.8 million, or 59.0%, as compared to the corresponding period in 2020, primarily due to the decrease in the number of mobile apps we marketed during the six months ended 30 June 2021.

我們來自移動遊戲分發的移動廣告收益由截至二零二零年六月三十日止六個月人民幣792.6百萬元增加至截至二零二一年六月三十日止六個月人民幣905.2百萬元，較二零二零年同期增加人民幣112.6百萬元或14.2%。收益增長主要是因為我們擴大了我們推廣的移動遊戲數量及自智能手機製造商(尤其是硬核聯盟成員)獲得新移動遊戲分發渠道。我們來自移動應用程序分發的移動廣告收益由截至二零二零年六月三十日止六個月人民幣140.4百萬元減少至截至二零二一年六月三十日止六個月人民幣57.6百萬元，較二零二零年同期減少人民幣82.8百萬元，或59.0%，主要是由於我們推廣的移動應用程序數量於截至二零二一年六月三十日止六個月期間減少所致。

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### Online-video Distribution Services

Leveraging our success and experience in providing advertising services, we have expanded into additional business verticals and begun establishing our online-video distribution network to unleash new monetisation opportunities in 2018.

With our stable relationships with suppliers of content distribution channels and smartphone manufacturers, especially the MHA members, we integrated the operational know-hows and experience in the field of online-video distribution, and expanded our service offerings to a broader range of marketers.

We generated a revenue of RMB46.5 million for this business line during the first half of 2021, representing an increase of RMB16.5 million, or 55.0%, as compared to the corresponding period in 2020. The videos we distribute are mainly in the areas of finance, entertainment and movies.

### Game Co-publishing Services

We offer one-stop game co-publishing services to game developers, which include game optimisation, marketing, promotion, distribution, monetisation and other user-related services. Leveraging our extensive experience in game co-publishing, amassed data volume and technical know-how, we actively identified and sourced new as well as optimised existing game content based on our in-depth understanding of user profiles, preferences, tastes, and playing habits. Moreover, based on our close relationship with various smartphone-based distribution channels, we allocated game marketing and promotion resources more efficiently and effectively, with insights into the effect of timing of offer and type of virtual items based on user behavior and in-game spending.

Our revenues from game co-publishing services decreased from RMB10.2 million for the six months ended 30 June 2020 to RMB5.9 million for the six months ended 30 June 2021. As at 30 June 2021, we had co-published 30 mobile games in China.

### 網絡視頻產品分發服務

憑藉我們在提供廣告服務方面的成功及經驗，我們已擴展至更多垂直行業，並於二零一八年開始建立我們的網絡視頻產品分發網絡以釋放新的獲利機會。

憑藉我們與內容分發渠道供應商及智能手機製造商（尤其是硬核聯盟成員）的穩固關係，我們整合於網絡視頻產品分發領域的營運知識經驗，並將我們的服務供應擴展至更廣泛的行業客戶。

該業務在二零二一年上半年產生收益人民幣46.5百萬元，而與二零二零同期相比增加人民幣16.5百萬元，或55.0%。我們分發的視頻主要為金融、娛樂及電影領域。

### 遊戲聯運服務

我們向遊戲開發商提供一站式遊戲聯運服務，包括遊戲優化、營銷、推廣、分發、變現及其他用戶相關服務。憑藉我們豐富的遊戲聯運經驗、所積累的數據及技術經驗，我們根據我們對用戶資料、喜好、品位及暢玩習慣的深入了解，積極識別及物色新遊戲內容以及優化現有遊戲內容。此外，憑藉我們與各種基於智能手機的分發渠道的緊密關係，我們能夠基於用戶行為及遊戲內消費洞察推出時間及虛擬物品類型的影響，更為高效且有效地分配遊戲營銷及推廣資源。

我們自遊戲聯運服務取得收益由截至二零二零年六月三十日止六個月人民幣10.2百萬元減少至截至二零二一年六月三十日止六個月人民幣5.9百萬元。於二零二一年六月三十日，我們於中國已聯運30款移動遊戲。

## COST OF SALES

Our cost of sales is primarily comprised of distribution fees incurred for advertisement placements onto the distribution channels, labor costs and amortisation expenses.

Cost of sales increased by RMB26.2 million from RMB847.3 million for the six months ended 30 June 2020 to RMB873.5 million for the six months ended 30 June 2021. This increase was primarily driven by the increase in distribution fees to our distribution channels from RMB833.6 million for the six months ended 30 June 2020 to RMB856.7 million for the six months ended 30 June 2021, which was in line with the increase in our revenues during the first half of 2021.

## GROSS PROFIT AND MARGINS

As a result of the foregoing, our gross profit increased by RMB15.8 million from RMB125.9 million for the six months ended 30 June 2020 to RMB141.7 million for the six months ended 30 June 2021. The increase in gross profit was primarily due to the increase in the transaction volume of our mobile advertising business on our DAPG platform during the six months ended 30 June 2021.

The increase in gross profit margin from 12.9% for the six months ended 30 June 2020 to 14.0% for the six months ended 30 June 2021 was primarily due to the decrease of other related costs associated with the cooperation agreements with certain smartphone manufacturers in relation to their distribution channels.

## OTHER INCOME AND GAINS

Other income and gains decreased from RMB12.7 million for the six months ended 30 June 2020 to RMB8.2 million for the six months ended 30 June 2021, primarily due to the decrease in bank interest income and foreign exchange gain.

## 銷售成本

我們的銷售成本主要包括於分發渠道的廣告投放產生的分發費用、勞工成本及攤銷費用。

銷售成本由截至二零二零年六月三十日止六個月的人民幣847.3百萬元增加人民幣26.2百萬元至截至二零二一年六月三十日止六個月的人民幣873.5百萬元。該增加主要由於我們分發渠道的分發費用由截至二零二零年六月三十日止六個月的人民幣833.6百萬元增加至截至二零二一年六月三十日止六個月的人民幣856.7百萬元，該增加與我們於二零二一年上半年的收益增加一致。

## 毛利及毛利率

由於上述理由，我們的毛利由截至二零二零年六月三十日止六個月的人民幣125.9百萬元增加人民幣15.8百萬元至截至二零二一年六月三十日止六個月的人民幣141.7百萬元。毛利增加主要是由於我們截至二零二一年六月三十日止六個月期間我們的移動廣告業務在DAPG平台的交易量增加所致。

毛利率由截至二零二零年六月三十日止六個月的12.9%上漲至截至二零二一年六月三十日止六個月的14.0%，主要由於與若干智能手機製造商就其分銷渠道訂立的合作協議所涉及其他相關費用減少。

## 其他收入及收益

其他收入及收益由截至二零二零年六月三十日止六個月的人民幣12.7百萬元減少至截至二零二一年六月三十日止六個月的人民幣8.2百萬元，主要由於銀行利息收入及外匯收益減少所致。

### SELLING AND DISTRIBUTION EXPENSES

Selling and distribution expenses primarily consisted of sales employee salaries and related benefit expenses, traveling costs, conference costs and marketing expenses. Our selling and distribution expenses increased by 7.2% from RMB7.6 million for the six months ended 30 June 2020 to RMB8.2 million for the six months ended 30 June 2021, mainly attributable to the increase in marketing and advertising expenses.

### RESEARCH AND DEVELOPMENT COSTS

Research and development costs primarily included fees paid to third party consulting service providers and employee salaries and related benefit expenses. Our research and development costs increased by 14.6% from RMB23.7 million for the six months ended 30 June 2020 to RMB27.1 million for the six months ended 30 June 2021, primarily due to the increase in the number of our research and development staff and the development expenses of our systems.

### ADMINISTRATIVE EXPENSES

Our administrative expenses increased by 23.2% from RMB20.7 million for the six months ended 30 June 2020 to RMB25.4 million for the six months ended 30 June 2021, which was mainly attributable to the increase in staff costs and related expenses.

### OTHER EXPENSES AND LOSSES

Other expenses and losses increased from RMB1.3 million for the six months ended 30 June 2020 to RMB5.9 million for the six months ended 30 June 2021, primarily due to the impairment loss provided on goodwill and accounts receivable.

### SHARE-BASED PAYMENT EXPENSES

Our share-based payment expenses decreased from RMB10.3 million for the six months ended 30 June 2020 to RMB6.7 million for the six months ended 30 June 2021, because the share-based payment expenses in connection with the RSUs we granted to certain grantees were recognised over the vesting period at a lower weighted-average grant date fair value as compared to the corresponding period in 2020.

### 銷售及分銷開支

銷售及分銷開支主要包括銷售僱員薪金及相關福利開支、差旅成本、會議成本及營銷開支。銷售及分銷開支由截至二零二零年六月三十日止六個月的人民幣7.6百萬元增加7.2%至截至二零二一年六月三十日止六個月的人民幣8.2百萬元，主要由於營銷及廣告開支增加。

### 研發成本

研發成本主要包括向第三方諮詢服務提供商支付的費用及僱員薪金及相關福利開支。我們的研發成本由截至二零二零年六月三十日止六個月的人民幣23.7百萬元增加14.6%至截至二零二一年六月三十日止六個月的人民幣27.1百萬元，主要由於研發員工人數以及系統開發費用增加。

### 行政開支

我們的行政開支由截至二零二零年六月三十日止六個月的人民幣20.7百萬元增加23.2%至截至二零二一年六月三十日止六個月的人民幣25.4百萬元，主要由於員工成本及相關開支增加。

### 其他開支及虧損

其他開支及虧損由截至二零二零年六月三十日止六個月的人民幣1.3百萬元增加至截至二零二一年六月三十日止六個月的人民幣5.9百萬元，主要由於對商譽及應收賬款計提減值損失所致。

### 以股份為基礎的付款開支

我們以股份為基礎的付款開支由截至二零二零年六月三十日止六個月的人民幣10.3百萬元減少至截至二零二一年六月三十日止六個月的人民幣6.7百萬元，原因為就我們授予多名承授人的受限制股份單位而言，以股份為基礎的付款開支於歸屬期內以低於二零二零年同期的加權平均授出日期公平值確認。

### OPERATING PROFIT

As a result of the foregoing, our operating profit increased from RMB75.1 million for the six months ended 30 June 2020 to RMB76.6 million for the six months ended 30 June 2021. Operating margin slightly decreased from 7.7% for the six months ended 30 June 2020 to 7.5% for the six months ended 30 June 2021.

### FINANCE COSTS

Our finance costs decreased from RMB5.4 million for the six months ended 30 June 2020 to RMB3.8 million for the six months ended 30 June 2021, primarily due to the decrease of our bank borrowings.

### INCOME TAX EXPENSE

Our income tax expense decreased by 4.2% from RMB15.1 million for the six months ended 30 June 2020 to RMB14.5 million for the six months ended 30 June 2021. The decrease was primarily attributable to the increase in deductible expenses as our research and development expenses which are qualified for deductible expenses increased.

### PROFIT FOR THE PERIOD

As a result of the reasons discussed above, profit for the period increased from RMB54.2 million for the six months ended 30 June 2020 to RMB56.6 million for the six months ended 30 June 2021.

### NON-HKFRS MEASURES

To supplement our interim condensed consolidated financial statements, which are presented in accordance with the HKFRSs, we also use adjusted EBITDA and adjusted net profit as additional financial measures, which are unaudited and not required by, or presented in accordance with, HKFRSs. We present these financial measures because they are used by our management to evaluate our financial performance by eliminating the impact of items that we do not consider indicative of our business performance. We also believe that these non-HKFRS measures provide additional information to investors and others in understanding and evaluating our consolidated results of operations in the same manner as they help our management compare our financial results across accounting periods and with those of our peer companies.

### 經營溢利

由於上述理由，我們的經營溢利由截至二零二零年六月三十日止六個月的人民幣75.1百萬元增加至截至二零二一年六月三十日止六個月的人民幣76.6百萬元。經營利潤率由截至二零二零年六月三十日止六個月的7.7%輕微減少至截至二零二一年六月三十日止六個月的7.5%。

### 財務成本

我們的財務成本由截至二零二零年六月三十日止六個月的人民幣5.4百萬元減少至截至二零二一年六月三十日止六個月的人民幣3.8百萬元，主要由於銀行借款減少。

### 所得稅開支

我們的所得稅開支由截至二零二零年六月三十日止六個月的人民幣15.1百萬元減少4.2%至截至二零二一年六月三十日止六個月的人民幣14.5百萬元。有關減少主要由於我們符合扣減開支標準的研發開支增加導致扣減開支增加。

### 期內溢利

基於上述所討論的理由，期內溢利由截至二零二零年六月三十日止六個月的人民幣54.2百萬元增加至截至二零二一年六月三十日止六個月的人民幣56.6百萬元。

### 非香港財務報告準則計量

為補充我們根據香港財務報告準則呈列的中期簡明綜合財務報表，我們亦採用未經審核且並非香港財務報告準則規定或並非按其呈列的經調整EBITDA及經調整淨溢利作為額外財務計量。我們呈列該等財務計量乃由於我們的管理層使用彼等消除我們認為對我們業務表現不具指示性的項目的影響，來評估我們的財務表現。我們亦相信，該等非香港財務報告準則計量為投資者及其他人士提供附加資料，使其採用與協助管理層比較跨會計期及同類公司的財務業績相同的方式了解並評估我們的綜合經營業績。



## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論及分析

We define adjusted EBITDA as profit for the period without considering depreciation, amortisation, finance cost, income tax and share-based payment expenses (“Adjusted EBITDA”). We define adjusted net profit as profit for the period without considering share-based payment expenses (“Adjusted Net Profit”). The terms Adjusted EBITDA and Adjusted Net Profit are not defined under the HKFRSs. The use of Adjusted EBITDA and Adjusted Net Profit has material limitations as an analytical tool, as they do not include all items that impact our profit or loss for the relevant years. The effect of items eliminated from Adjusted EBITDA and Adjusted Net Profit is a significant component in understanding and assessing our operating and financial performance.

In light of the foregoing limitations for Adjusted EBITDA and Adjusted Net Profit, when assessing our operating and financial performance, you should not view Adjusted EBITDA and Adjusted Net Profit in isolation or as a substitute for our profit for the period or any other operating performance measure that is calculated in accordance with HKFRSs. In addition, because these non-HKFRS measures may not be calculated in the same manner by all companies, they may not be comparable to other similarly titled measures used by other companies.

The following tables reconcile our Adjusted EBITDA and Adjusted Net Profit for the periods presented to the most directly comparable financial measures calculated and presented in accordance with HKFRSs. Adjusted EBITDA and Adjusted Net Profit are not required by, or presented in accordance with, HKFRSs.

我們將經調整EBITDA界定為期內溢利並未計及折舊、攤銷、財務成本、所得稅及以股份為基礎的付款開支（「經調整EBITDA」）。我們將經調整淨溢利界定為期內溢利而並未計及以股份為基礎的付款開支（「經調整淨溢利」）。香港財務報告準則並無界定經調整EBITDA及經調整淨溢利。使用經調整EBITDA及經調整淨溢利作為分析工具有重大限制，因為其不包括影響相關年度溢利或虧損的全部項目。經調整EBITDA及經調整淨溢利所消除的項目之影響，為了解與評估我們經營及財務表現的重要組成部分。

鑒於上述經調整EBITDA及經調整淨溢利的限制，於評估我們經營及財務表現時，閣下不應單獨閱覽經調整EBITDA及經調整淨溢利或將其視為我們期內溢利，或任何其他按照香港財務報告準則計算的經營表現計量的替代者。此外，由於該等非香港財務報告準則計量可能在不同公司有不同計算方式，因此不可與其他公司使用的類似名稱之衡量方法相比。

下表呈列期內經調整EBITDA及經調整淨溢利調整為根據香港財務報告準則計算及呈列的最具直接可比性的財務計量。經調整EBITDA及經調整淨溢利並非遵照香港財務報告準則規定或按其呈列。

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### Six months ended 30 June

截至六月三十日止六個月

		2021	2020
		二零二一年	二零二零年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
<b>Profit for the period</b>	<b>期內溢利</b>	<b>56,598</b>	54,218
Add:	加：		
Depreciation	折舊	2,474	1,882
Amortisation of intangible assets	無形資產攤銷	3,108	6,466
Finance cost	財務成本	3,770	5,434
Income tax expense	所得稅開支	14,484	15,115
Share-based payment expenses	以股份為基礎的付款開支	6,701	10,311
<b>Adjusted EBITDA (unaudited)</b>	<b>經調整EBITDA(未經審核)</b>	<b>87,135</b>	93,426

		2021	2020
		二零二一年	二零二零年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
<b>Profit for the period</b>	<b>期內溢利</b>	<b>56,598</b>	54,218
Add:	加：		
Share-based payment expenses	以股份為基礎的付款開支	6,701	10,311
<b>Adjusted Net Profit (unaudited)</b>	<b>經調整淨溢利(未經審核)</b>	<b>63,299</b>	64,529

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### SELECTED FINANCIAL INFORMATION FROM OUR CONSOLIDATED STATEMENT OF FINANCIAL POSITION

### 我們綜合財務狀況表的節選財務資料

		As at 30 June 於六月三十日 2021 二零二一年 RMB'000 人民幣千元	As at 31 December 於十二月三十一日 2020 二零二零年 RMB'000 人民幣千元	Change 變動
Cash and bank balance	現金及銀行結餘	353,148	240,352	46.9%
Bank borrowings	銀行借款	155,000	194,996	-20.5%
Current assets	流動資產	1,471,195	1,329,751	10.6%
Current liabilities	流動負債	328,308	411,382	-20.2%
Net current assets	流動資產淨值	1,142,887	918,369	24.4%
Total equity	股權總額	1,375,509	1,156,798	18.9%

#### Cash and Bank Balances

As at 30 June 2021, we had cash and bank balances of RMB353.1 million, as compared with RMB240.4 million as at 31 December 2020. The increase in cash and bank balances was mainly due to the placing of new Shares of the Company in March 2021, partially offset by the repayment of borrowings due. Our cash and bank balances were denominated in RMB, Hong Kong dollars and US dollars.

#### Bank Borrowings

Our bank borrowings as at 31 December 2020 amounted to RMB195.0 million, among which, (1) the bank borrowings of RMB42.6 million are secured by pledged deposits of US\$6.8 million provided by one of our subsidiaries, (2) the bank borrowings of RMB65.0 million are guaranteed by two of our subsidiaries, (3) the bank borrowings of RMB20.0 million are guaranteed by three independent third parties, (4) the bank borrowings of RMB60.0 million are guaranteed by our Company, (5) the bank borrowings of RMB10.0 million are guaranteed by a senior management member and his spouse, and (6) the bank borrowings of RMB150.0 million are guaranteed by the Controlling Shareholders.

#### 現金及銀行結餘

於二零二一年六月三十日，我們擁有現金及銀行結餘人民幣353.1百萬元，而於二零二零年十二月三十一日則為人民幣240.4百萬元。現金及銀行結餘增加主要由於本公司於二零二一年三月配售新股份，部分被償還到期應付借款抵銷。我們的現金及銀行結餘乃按人民幣、港元及美元計值。

#### 銀行借款

於二零二零年十二月三十一日，我們的銀行借款為人民幣195.0百萬元，其中，(1)銀行借款人民幣42.6百萬元以我們其中一間附屬公司提供的6.8百萬美元抵押存款作抵押；(2)銀行借款人民幣65.0百萬元由我們的其中兩間附屬公司擔保；(3)銀行借款人民幣20.0百萬元由三名獨立第三方擔保；(4)銀行借款人民幣60.0百萬元由本公司擔保；(5)銀行借款人民幣10.0百萬元由高級管理層成員及其配偶擔保；及(6)銀行借款人民幣150.0百萬元由控股股東擔保。

As at 30 June 2021, our bank borrowings decreased to RMB155.0 million, among which, (1) the bank borrowings of RMB20.0 million are secured by pledged deposits of RMB20.0 million provided by one of our subsidiaries, (2) the bank borrowings of RMB47.0 million are guaranteed by two of our subsidiaries, (3) the bank borrowings of RMB22.0 million are guaranteed by three independent third parties, (4) the bank borrowings of RMB70.0 million are guaranteed by our Company, and (5) the bank borrowings of RMB132.0 million are guaranteed by the Controlling Shareholders. All the bank borrowings as at 30 June 2021 were denominated in RMB and will be mature within one year, with fixed interest rates ranging from 3.50% to 5.00% per annum. The decrease in bank borrowings was primarily due to the repayment of borrowings due.

### Net Current Assets

Our net current assets were RMB1,142.9 million as at 30 June 2021, compared to RMB918.4 million as at 31 December 2020. Our current assets were RMB1,471.2 million as at 30 June 2021, compared to RMB1,329.8 million as at 31 December 2020, primarily due to the increase in cash and bank balance. Our prepayments were 534.6 million as at 30 June 2021, compared to 518.2 million as at 31 December 2020, mainly attributable to the increase in purchase of prepaid data traffic for the Group's business development needs. Our current liabilities were RMB328.3 million as at 30 June 2021, compared to RMB411.4 million as at 31 December 2020, primarily due to the decrease in bank borrowings, other payables and accruals and contract liabilities.

### Total Equity

As at 30 June 2021, our total equity was RMB1,375.5 million, compared to RMB1,156.8 million as at 31 December 2020, mainly due to the net profit occurred during the six months ended 30 June 2021 and the placing of new Shares of the Company in March 2021.

於二零二一年六月三十日，我們的銀行借款減少至人民幣155.0百萬元，其中，(1)銀行借款人民幣20.0百萬元以我們其中一間附屬公司提供的人民幣20.0百萬元抵押存款作抵押；(2)銀行借款人民幣47.0百萬元由我們的其中兩間附屬公司擔保；(3)銀行借款人民幣22.0百萬元由三名獨立第三方擔保；(4)銀行借款人民幣70.0百萬元由本公司擔保；及(5)銀行借款人民幣132.0百萬元由控股股東擔保。於二零二一年六月三十日，銀行借款全部以人民幣計值，將於一年內到期，固定年利率介於3.50%至5.00%之間。銀行借款減少主要是由於償還到期借款。

### 流動資產淨值

我們的流動資產淨值於二零二一年六月三十日為人民幣1,142.9百萬元，而於二零二零年十二月三十一日則為人民幣918.4百萬元。我們的流動資產於二零二一年六月三十日為人民幣1,471.2百萬元，而於二零二零年十二月三十一日則為人民幣1,329.8百萬元，主要由於現金及銀行結餘增加。我們的預付款項於二零二一年六月三十日為人民幣534.6百萬元，而於二零二零年十二月三十一日為人民幣518.2百萬元，主要乃因本集團業務發展需求購入預付費數據流量增加所致。我們的流動負債於二零二一年六月三十日為人民幣328.3百萬元，而於二零二零年十二月三十一日則為人民幣411.4百萬元，主要由於銀行借款、其他應付款項及應計費用以及合約負債減少。

### 股權總額

於二零二一年六月三十日，我們的股權總額為人民幣1,375.5百萬元，而於二零二零年十二月三十一日則為人民幣1,156.8百萬元，主要由於截至二零二一年六月三十日止六個月產生淨溢利及本公司於二零二一年三月配售新股份。

### KEY FINANCIAL RATIOS

### 主要財務比率

		As at <b>30 June</b> 於六月三十日 <b>2021</b> 二零二一年	As at 31 December 於十二月三十一日 <b>2020</b> 二零二零年
Current ratio (times) <sup>(1)</sup>	流動比率(倍數) <sup>(1)</sup>	<b>4.5</b>	3.2
Gearing ratio (%) <sup>(2)</sup>	資產負債比率(%) <sup>(2)</sup>	<b>19.3</b>	26.4

		<b>Six months ended 30 June</b> 截至六月三十日止六個月	
		<b>2021</b> 二零二一年	<b>2020</b> 二零二零年
Adjusted net profit margin (%) <sup>(3)</sup>	經調整淨溢利率(%) <sup>(3)</sup>	<b>6.2</b>	6.6

Notes:

- (1) Current ratio was calculated based on our total current assets divided by our total current liabilities at the end of each financial period.
- (2) Gearing ratio was calculated based on our total liabilities divided by our total assets at the end of each financial period.
- (3) Adjusted net profit margin was calculated based on our adjusted net profit for the relevant period divided by our total revenue for the same period.

附註：

- (1) 流動比率乃按照我們於各財政期間末的流動資產總值除以我們的流動負債總額計算得出。
- (2) 資產負債比率乃按照我們於各財政期間末的負債總額除以我們的資產總值計算得出。
- (3) 經調整淨溢利率乃按照我們於相關期間的經調整淨溢利除以同一期間的收益總額計算得出。

### Current Ratio

Our current ratio increased from 3.2 as at 31 December 2020 to 4.5 as at 30 June 2021, primarily due to the increase in cash and bank balance and the decrease in bank borrowings and contract liabilities.

### Gearing Ratio

Our gearing ratio decreased from 26.4% as at 31 December 2020 to 19.3% as at 30 June 2021, mainly due to the decrease of total liabilities.

### Adjusted Net Profit Margin

Our adjusted net profit margin decreased from 6.6% for the six months ended 30 June 2020 to 6.2% for the six months ended 30 June 2021, primarily due to the increase in overall operating expenses.

## CAPITAL EXPENDITURE AND INVESTMENTS

Our capital expenditures consist of additions to property, plant and equipment and intangible assets. Our capital expenditures amounted to RMB237,000 and RMB111,000 for the six months ended 30 June 2021 and 2020, respectively.

## FUNDING AND TREASURY POLICIES

We expect to fund our working capital and other capital requirements from a combination of various sources, including but not limited to internal resources and external financing at reasonable market rates. We continue to seek improving the return of the equity and assets while maintaining prudent funding and treasury policies.

### 流動比率

我們的流動比率由二零二零年十二月三十一日的3.2增至二零二一年六月三十日的4.5，主要由於現金及銀行結餘增加而銀行借款及合約負債減少。

### 資產負債比率

我們的資產負債比率由二零二零年十二月三十一日的26.4%減少至二零二一年六月三十日的19.3%，主要由於總負債減少。

### 經調整淨溢利率

我們的經調整淨溢利率由截至二零二零年六月三十日止六個月的6.6%減少至截至二零二一年六月三十日止六個月的6.2%，主要由於整體營運開支增加。

## 資本開支及投資

我們的資本開支包括添置物業、廠房及設備以及無形資產。我們於截至二零二一年及二零二零年六月三十日止六個月的資本開支分別為人民幣237,000元及人民幣111,000元。

## 融資及財務政策

我們預期綜合多種資源方式為我們的營運資金及其他資金需求融資，包括但不限於內部資源以及按合理市價進行外部融資。我們持續致力改善股本及資產回報，同時保持實施審慎融資及財務政策。

### FOREIGN EXCHANGE RISK

Our Group's subsidiaries primarily operate in the PRC and are exposed to foreign exchange risk arising from various currency exposures, primarily with respect to the US dollar and the Hong Kong dollar. Therefore, foreign exchange risk primarily arose from recognised assets and liabilities in our Group's PRC subsidiaries when receiving or to receive foreign currencies from, or paying or to pay foreign currencies to, overseas business partners. We did not hedge against any fluctuation in foreign currency during the six months ended 30 June 2021 and 2020.

### SIGNIFICANT INVESTMENTS HELD

Our Group did not hold any significant investments in the equity interests of any other companies.

### FUTURE PLANS FOR MATERIAL INVESTMENTS AND CAPITAL ASSETS

Our Group did not have other plans for material investments and capital assets.

### MATERIAL ACQUISITIONS AND DISPOSALS

Our Group did not have any material acquisitions and disposals of subsidiaries, associated companies and joint ventures.

### PLEDGE OF ASSETS

Certain deposits placed with banks were used as pledged assets for the Group's bank borrowings. For more details, please refer to the Note 16 to the interim condensed consolidated financial statements.

### CONTINGENT LIABILITIES

As at 30 June 2021, we did not have any material contingent liabilities (31 December 2020: Nil).

### INTERIM DIVIDEND

The Board did not recommend the payment of an interim dividend for the six months ended 30 June 2021 (six months ended 30 June 2020: Nil).

### 外匯風險

本集團附屬公司主要於中國經營業務，面臨不同貨幣（主要為美元及港元）所產生的外匯風險。因此，外匯風險主要來自本集團中國附屬公司向境外業務合作夥伴收取或未來收取外幣或支付或未來支付外幣時所確認的資產及負債。截至二零二一年及二零二零年六月三十日止六個月，我們並無對沖任何外幣波動。

### 所持重大投資

本集團並無持有對任何其他公司股權的任何重大投資。

### 重大投資及資本資產的未來計劃

本集團並無有關重大投資及資本資產的其他計劃。

### 重大收購及出售

本集團並無任何重大收購及出售附屬公司、聯營公司及合營企業。

### 資產抵押

若干抵押予銀行的存款乃用作本集團銀行借款的抵押資產。更多詳情，請參閱中期簡明綜合財務報表附註16。

### 或然負債

於二零二一年六月三十日，我們並無任何重大或然負債（二零二零年十二月三十一日：無）。

### 中期股息

董事會並不建議就截至二零二一年六月三十日止六個月派付中期股息（截至二零二零年六月三十日止六個月：無）。

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

As of 30 June 2021, the interests and short positions of the Directors and the chief executives of the Company in the Shares, underlying Shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) which have been notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they were taken or deemed to have taken under such provisions of the SFO), or which were recorded in the register required to be kept pursuant to section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code as set out in Appendix 10 of the Listing Rules were as follows:

### Interests of Directors and Chief Executives in the Company or Associated Corporation of the Company

Name	Name of Corporation	Capacity/ Nature of Interest	Number of Shares	Long/short position	Approximate Percentage of Shareholding in the Company <sup>(1)</sup> (%) 佔本公司股權概約百分比 <sup>(1)</sup> (%)
姓名	公司名稱	身份/權益性質	股份數目	好倉/淡倉	概約百分比 <sup>(1)</sup> (%)
Mr. GAO Dinan <sup>(2)</sup>	The Company	Interest in controlled corporations;	488,248,800	Long position	32.86
高弟男先生 <sup>(2)</sup>	本公司	受控法團權益； 共同持有權益	488,248,800	好倉	32.86
Mr. ZHENG Wei <sup>(3)</sup>	The Company	Interest in controlled corporation;	488,248,800	Long position	32.86
鄭煒先生 <sup>(3)</sup>	本公司	受控法團權益； 共同持有權益	488,248,800	好倉	32.86
Ms. ZHOU Yan <sup>(4)</sup>	The Company	Beneficial owner	5,000,000	Long position	0.34
周豔女士 <sup>(4)</sup>	本公司	實益擁有人	5,000,000	好倉	0.34
Mr. NIE Xin <sup>(5)</sup>	The Company	Beneficial owner	1,587,000	Long position	0.11
聶鑫先生 <sup>(5)</sup>	本公司	實益擁有人	1,587,000	好倉	0.11

Notes:

(1) The calculation is based on the total number of 1,485,663,350 Shares in issue as of 30 June 2021.

## 董事及主要行政人員於股份、相關股份及債權證中的權益及淡倉

截至二零二一年六月三十日，董事及本公司主要行政人員於本公司或其任何相聯法團（定義見證券及期貨條例第XV部）的股份、相關股份及債權證中擁有根據證券及期貨條例第XV部第7及第8分部已通知本公司及聯交所的權益及淡倉（包括根據證券及期貨條例有關條文其被當作或視為擁有的權益及淡倉），或已記入根據證券及期貨條例第352條須予存置的登記冊的權益及淡倉，或根據上市規則附錄10所載標準守則已另行通知本公司及聯交所的權益及淡倉如下：

### 董事及主要行政人員於本公司或本公司相聯法團擁有的權益

Name	Name of Corporation	Capacity/ Nature of Interest	Number of Shares	Long/short position	Approximate Percentage of Shareholding in the Company <sup>(1)</sup> (%) 佔本公司股權概約百分比 <sup>(1)</sup> (%)
姓名	公司名稱	身份/權益性質	股份數目	好倉/淡倉	概約百分比 <sup>(1)</sup> (%)
Mr. GAO Dinan <sup>(2)</sup>	The Company	Interest in controlled corporations;	488,248,800	Long position	32.86
高弟男先生 <sup>(2)</sup>	本公司	受控法團權益； 共同持有權益	488,248,800	好倉	32.86
Mr. ZHENG Wei <sup>(3)</sup>	The Company	Interest in controlled corporation;	488,248,800	Long position	32.86
鄭煒先生 <sup>(3)</sup>	本公司	受控法團權益； 共同持有權益	488,248,800	好倉	32.86
Ms. ZHOU Yan <sup>(4)</sup>	The Company	Beneficial owner	5,000,000	Long position	0.34
周豔女士 <sup>(4)</sup>	本公司	實益擁有人	5,000,000	好倉	0.34
Mr. NIE Xin <sup>(5)</sup>	The Company	Beneficial owner	1,587,000	Long position	0.11
聶鑫先生 <sup>(5)</sup>	本公司	實益擁有人	1,587,000	好倉	0.11

附註：

(1) 該計算乃基於截至二零二一年六月三十日已發行股份總數1,485,663,350股股份。



## OTHER INFORMATION

### 其他資料

- (2) Mr. GAO Dinan is deemed to be interested in the entire Shares as of 30 June 2021 (i) held by Wanka Media Limited, a company wholly owned by him and is interested in 269,384,300 Shares; and (ii) held by Mr. ZHENG Wei and his wholly-owned company, Countryside Tech Inc., which is interested in 218,864,500 Shares as they are parties acting in concert.
- (3) Mr. ZHENG Wei is deemed to be interested in the entire Shares as of 30 June 2021 (i) held by Countryside Tech Inc., a company wholly owned by him and is interested in 218,864,500 Shares; and (ii) held by Mr. Gao and his wholly-owned company, Wanka Media Limited, which is interested in 269,384,300 Shares as they are parties acting in concert.
- (4) Ms. ZHOU Yan is interested in RSUs granted to her under the 2016 Share Incentive Scheme entitling her to receive 5,000,000 Shares.
- (5) Mr. NIE Xin is interested in RSUs granted to him under the 2016 Share Incentive Scheme entitling him to receive 1,587,000 Shares.
- (2) 截至二零二一年六月三十日，高弟男先生被視為於(i) Wanka Media Limited(其全資擁有的公司，並於269,384,300股股份中擁有權益)；及(ii)鄭煒先生及其全資擁有公司 Countryside Tech Inc.(於218,864,500股股份中擁有權益)所持全部股份中擁有權益，原因為彼等乃一致行動人士。
- (3) 截至二零二一年六月三十日，鄭煒先生被視為於(i) Countryside Tech Inc.(鄭先生全資擁有的公司，並於218,864,500股股份中擁有權益)；及(ii)高先生及其全資擁有公司 Wanka Media Limited(於269,384,300股股份中擁有權益)所持全部股份中擁有權益，因為彼等乃一致行動人士。
- (4) 周豔女士於根據二零一六年股份獎勵計劃獲授的受限制股份單位中擁有權益，賦予其權利收取5,000,000股股份。
- (5) 聶鑫先生於根據二零一六年股份激勵計劃獲授的受限制股份單位中擁有權益，賦予其權利收取1,587,000股股份。

Save as disclosed above, as of 30 June 2021, none of the Directors or the chief executives of the Company had or was deemed to have any interest or short position in the Shares, underlying shares or debentures of the Company or its associated corporations (within the meaning of Part XV of the SFO) that was required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they were taken or deemed to have taken under such provisions of the SFO), or required to be recorded in the register required to be kept under Section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code.

### SUBSTANTIAL SHAREHOLDERS' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES

As of 30 June 2021, to the best knowledge of the Directors, the following persons (not being a Director or chief executive of the Company) had interests or short positions in the Shares or underlying Shares which fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO as recorded in the register required to be kept by the Company pursuant to section 336 of the SFO:

除上文披露者外，截至二零二一年六月三十日，董事或本公司最高行政人員概無於本公司或其相聯法團(定義見證券及期貨條例第XV部)的股份、相關股份或債權證中擁有須根據證券及期貨條例第XV部第7及第8分部通知本公司及聯交所的任何權益或淡倉(包括根據證券及期貨條例有關條文其被當作或視為擁有的權益及淡倉)，或須記入根據證券及期貨條例第352條須存置的登記冊的任何權益或淡倉，或根據標準守則須另行通知本公司及聯交所的任何權益或淡倉。

### 主要股東於股份及相關股份的權益及淡倉

截至二零二一年六月三十日，就董事所深知，下列人士(並非董事或本公司最高行政人員)於本公司根據證券及期貨條例第336條規定須存置的登記冊所記錄之股份或相關股份中擁有根據證券及期貨條例第XV部第2及第3分部的條文須向本公司披露的權益或淡倉：

Name	Capacity/Nature of Interest	Number of Shares	Long/short position	Approximate Percentage of Shareholding in the Company <sup>(1)</sup> (%)
姓名	身份／權益性質	股份數目	好倉／淡倉	佔本公司股權概約百分比 <sup>(1)</sup> (%)
Wanka Media Limited <sup>(2)</sup>	Beneficial Interest; interest held jointly with another person	488,248,800	Long position	32.86
Wanka Media Limited <sup>(2)</sup>	實益權益；與另一人士共同持有的權益	488,248,800	好倉	32.86
Mr. GAO Dinan <sup>(2)</sup>	Interest in a controlled corporation; interest held jointly	488,248,800	Long position	32.86
高弟男先生 <sup>(2)</sup>	受控法團權益；共同持有權益	488,248,800	好倉	32.86
Ms. LU Haiyan <sup>(2)</sup>	Interest of spouse	488,248,800	Long position	32.86
陸海燕女士 <sup>(2)</sup>	配偶權益	488,248,800	好倉	32.86
Countryside Tech Inc. <sup>(3)</sup>	Beneficial Interest; interest held jointly with another person	488,248,800	Long position	32.86
Countryside Tech Inc. <sup>(3)</sup>	實益權益；與另一人士共同持有的權益	488,248,800	好倉	32.86
Mr. ZHENG Wei <sup>(3)</sup>	Interest in a controlled corporation; interest held jointly	488,248,800	Long position	32.86
鄭煒先生 <sup>(3)</sup>	受控法團權益；共同持有權益	488,248,800	好倉	32.86
Ms. FENG Chun <sup>(3)</sup>	Interest of spouse	488,248,800	Long position	32.86
馮春女士 <sup>(3)</sup>	配偶權益	488,248,800	好倉	32.86
Korea Investment Partners Co., Ltd. <sup>(4)</sup>	Interest in controlled corporations	104,291,430	Long position	7.02
Korea Investment Partners Co., Ltd. <sup>(4)</sup>	受控法團權益	104,291,430	好倉	7.02
Korea Investment Holdings Co., Ltd. <sup>(4)</sup>	Interest in controlled corporations	104,291,430	Long position	7.02
Korea Investment Holdings Co., Ltd. <sup>(4)</sup>	受控法團權益	104,291,430	好倉	7.02

## Notes:

- (1) The calculation is based on the total number of 1,485,663,350 Shares in issue as of 30 June 2021.
- (2) Mr. GAO Dinan is deemed to be interested in the entire interests as of 30 June 2021 held by (i) Wanka Media Limited, a company wholly owned by him; and (ii) Mr. ZHENG Wei and his wholly-owned company, being Countryside Tech Inc., as they are parties acting in concert. Ms. LU Haiyan, spouse of Mr. GAO Dinan is deemed to be interested in Mr. GAO Dinan's entire interest.

## 附註：

- (1) 該計算乃基於二零二一年六月三十日已發行股份總數1,485,663,350股股份。
- (2) 截至二零二一年六月三十日，高弟男先生被視為於(i)其全資擁有的公司Wanka Media Limited；及(ii)鄭煒先生及其全資擁有的公司Countryside Tech Inc.擁有的全部權益中擁有權益，原因為彼等為一致行動人士。高弟男先生的配偶陸海燕女士被視為於高弟男先生擁有的全部權益中擁有權益。

## OTHER INFORMATION

### 其他資料

- (3) Mr. ZHENG Wei is deemed to be interested in the entire interests as of 30 June 2021 (i) Countryside Tech Inc., a company wholly owned by him; and (ii) Mr. GAO Dinan and his wholly-owned company, being Wanka Media Limited, as they are parties acting in concert. Ms. FENG Chun, spouse of Mr. ZHENG Wei, is deemed to be interested in Mr. ZHENG Wei's entire interest.
- (4) The general partnership of both KIP Overseas Expansion Platform Fund ("KIP Overseas") and KIP Bright (Chengdu) Equity Investment Partnership (LP) ("KIP Bright") is Korea Investment Partners Co., Ltd., which is controlled by Korea Investment Holdings Co., Ltd. Therefore, Korea Investment Partners Co., Ltd. and Korea Investment Holdings Co., Ltd. is deemed to be interested in the entire interests as of 30 June 2021 held by KIP Overseas and KIP Bright, namely 98,231,500 and 6,059,930 Shares.

Save as disclosed above, as of 30 June 2021, the Directors were not aware of any persons (who were not Directors or chief executive of the Company) who had an interest or short position in the Shares or underlying Shares of the Company which would fall to be disclosed under Divisions 2 and 3 of Part XV of the SFO, or which would be required, pursuant to Section 336 of the SFO, to be entered in the register referred to therein.

### 2016 SHARE INCENTIVE SCHEME

Our Company adopted its 2016 Share Incentive Scheme as approved by the Board resolution passed on 6 January 2016 and amended by the Board resolution passed on 24 May 2018. The 2016 Share Incentive Scheme is not subject to the provisions of Chapter 17 of the Listing Rules as it does not involve the grant of options by the Company to subscribe for new Shares.

The purpose of the 2016 Share Incentive Scheme is to incentivise Directors, senior management and employees for their contribution to our Group, to attract, motivate and retain skilled and experienced personnel to strive for the future development and expansion of our Group by providing them with the opportunity to own equity interests in our Company.

- (3) 截至二零二一年六月三十日，鄭煒先生被視為於(1)其全資擁有的公司Countryside Tech Inc.；及(2)高弟男先生及其全資擁有的公司Wanka Media Limited擁有的全部權益中擁有權益，原因為彼等為一致行動人士。鄭煒先生的配偶馮春女士被視為於鄭煒先生擁有的全部權益中擁有權益。
- (4) KIP Overseas Expansion Platform Fund (「KIP Overseas」)及景誠(成都)股權投資基金合夥企業(有限合夥)(「景誠」)的普通合夥為由Korea Investment Holdings Co., Ltd.控制的Korea Investment Partners Co.,Ltd.。因此，Korea Investment Partners Co., Ltd.及Korea Investment Holdings Co., Ltd.被視為於二零二一年六月三十日於KIP Overseas及景誠持有的全部權益(即98,231,500股及6,059,930股股份)中擁有權益。

除上文所披露者外，截至二零二一年六月三十日，董事並不知悉任何人士(並非董事或本公司最高行政人員)於本公司股份或相關股份中擁有根據證券及期貨條例第XV部第2及第3分部須予披露的權益或淡倉，或根據證券及期貨條例第336條須記入該條所指的登記冊的權益或淡倉。

### 二零一六年股份獎勵計劃

本公司採納於二零一六年一月六日通過的董事會決議案批准的二零一六年股份獎勵計劃，並經董事會於二零一八年五月二十四日通過的決議案修訂。由於二零一六年股份獎勵計劃並不涉及由本公司授出以認購新股份的購股權，故二零一六年股份獎勵計劃毋須遵守上市規則第十七章的條文。

二零一六年股份獎勵計劃的目的為透過向董事、高級管理層及僱員提供擁有本公司股權的機會，獎勵彼等為本集團作出的貢獻，吸引、激勵及挽留技術熟練與經驗豐富的人員為本集團的未來發展及擴張而努力。

Persons eligible to receive RSUs under the 2016 Share Incentive Scheme are existing employees, directors (whether executive or non-executive, but excluding independent non-executive directors) or officers of our Company or any member of our Group (the "RSU Eligible Persons"). Our Board selects the RSU Eligible Persons to receive RSUs under the 2016 Share Incentive Scheme at its discretion.

Further details of the 2016 Share Incentive Scheme are set out in the Prospectus and the 2020 annual report of the Company.

As of 30 June 2021, we had granted RSUs representing 62,499,240 Shares to 71 grantees under the 2016 Share Incentive Scheme, including the following senior management and other current or former key employees of our Company, including RSUs granted and vested pursuant to the 2016 Share Incentive Scheme to our Director and senior management as set out below:

本公司或本集團任何成員公司現有僱員、董事（不論執行或非執行董事，但不包括獨立非執行董事）或高級職員均為合資格根據二零一六年股份獎勵計劃獲授受限制股份單位的人士（「受限制股份單位合資格人士」）。董事會酌情甄選可根據二零一六年股份獎勵計劃獲授受限制股份單位的受限制股份單位合資格人士。

二零一六年股份獎勵計劃的進一步詳情載於本公司的招股章程及二零二零年年報。

截至二零二一年六月三十日，我們根據二零一六年股份獎勵計劃向71名承授人（包括以下本公司的高級管理人員以及其他現任或前任主要僱員）授出代表62,499,240股股份的受限制股份單位（包括根據二零一六年股份獎勵計劃向董事及高級管理人員授出並歸屬的受限制股份單位），載列如下：

Name of Director/ Senior Management	Date of Grant	Number of Shares underlying the RSUs as at 1 January 2021 於二零二一年 一月一日授出 受限制股份單位 相關股份數目	Number of Shares underlying the exercised RSUs during the Reporting Period 報告期內已行使 受限制股份單位 相關股份數目	Number of Shares underlying the cancelled RSUs during the Reporting Period 報告期內已註銷的 受限制股份單位 相關股份數目	Number of Shares underlying the lapsed RSUs during the Reporting Period 報告期內已失效 的受限制股份單位 相關股份數目	Number of Shares underlying the RSUs as at 30 June 2021 於二零二一年 六月三十日的 受限制股份單位 相關股份數目	Vesting Period 歸屬期	Exercise Price (US\$) 行使價 (美元)
Ms. ZHOU Yan 周豔女士	30 June 2017 二零一七年 六月三十日	5,000,000 Shares 5,000,000股 股份	-	-	-	5,000,000 Shares 5,000,000股 股份	21 December 2018 二零一八年 十二月二十一日	0.0000002
Mr. GENG Xuefeng 耿學鋒先生	22 June 2018 二零一八年 六月二十二日	325,958 Shares 325,958股 股份	-	-	-	325,958 Shares 325,958股 股份	2019-2022 二零一九年至 二零二二年	0.0000002
Mr. NIE Xin 聶鑫先生	22 March 2019 二零一九年 三月二十二日	1,587,000 Shares 1,587,000 股股份	-	-	-	1,587,000 Shares 1,587,000 股股份	22 March 2020 二零二零年 三月二十二日	0.0000002

## OTHER INFORMATION

### 其他資料

Movements in the number of RSUs outstanding are as follows:

尚未行使的受限制股份單位數目變動如下：

	<b>Number of RSUs</b> <b>受限制股份單位數目</b>
Outstanding balance as of 1 January 2021	24,523,473
截至二零二一年一月一日的尚未行使結餘	24,523,473
Granted	-
已授出	-
Forfeited	-
已沒收	-
Exercised	-
已行使	-
Outstanding balance as of 30 June 2021	24,523,473
截至於二零二一年六月三十日的尚未行使結餘	24,523,473

### POST-IPO SHARE OPTION SCHEME

On 3 November 2018, the Company adopted the Post-IPO Share Option Scheme, which falls within the ambit of, and is subject to, the regulations under Chapter 17 of the Listing Rules.

The purpose of the Post-IPO Share Option Scheme is to attract, retain and motivate employees, Directors and other participants, and to provide a means of compensating them through the grant of options for their contribution to the growth and profits of the Group, and to allow such employees, Directors and other persons to participate in the growth and profitability of the Group.

Further details of the Post-IPO Share Option Scheme are set out in the Prospectus and the 2020 annual report of the Company.

As of 30 June 2021, no share options have been granted or agreed to be granted under the Post-IPO Share Option Scheme.

### 2019 SHARE INCENTIVE SCHEME

Our Company adopted its 2019 Share Incentive Scheme as approved by the Board resolution passed on 29 August 2019. The 2019 Share Incentive Scheme is not subject to the provisions of Chapter 17 of the Listing Rules as it does not involve the grant of options by the Company to subscribe for new Shares.

### 首次公開發售後購股權計劃

於二零一八年十一月三日，本公司採納首次公開發售後購股權計劃，該計劃屬於上市規則第十七章的規定範圍並受其規管。

首次公開發售後購股權計劃旨在吸引、挽留及激勵僱員、董事及其他參與者，並透過授出購股權酬謝彼等對本集團增長及溢利所作出的貢獻，並允許該等僱員、董事及其他人士分享本集團的增長及盈利。

有關首次公開發售後購股權計劃的進一步詳情載於本公司的招股章程及二零二零年年報。

截至二零二一年六月三十日，概無根據首次公開發售後購股權計劃授出或同意授出購股權。

### 二零一九年股份獎勵計劃

本公司採納於二零一九年八月二十九日通過的董事會決議案批准的二零一九年股份獎勵計劃。由於二零一九年股份獎勵計劃並不涉及由本公司授出以認購新股份的購股權，故二零一九年股份獎勵計劃毋須遵守上市規則第十七章的條文。

The purpose of the 2019 Share Incentive Scheme is to incentivise Directors, senior management and employees for their contribution to our Group, to attract, motivate and retain skilled and experienced personnel to strive for the future development and expansion of our Group by providing them with the opportunity to own equity interests in our Company.

Persons eligible to receive RSUs under the 2019 Share Incentive Scheme include existing employees, Directors (whether executive or non-executive, but excluding independent non-executive directors) or officers of the Company or any member of the Group (the “2019 RSU Eligible Persons”). Our Board selects the 2019 RSU Eligible Persons to receive RSUs under the 2019 Share Incentive Scheme at its discretion.

Further details of the 2019 Share Incentive Scheme are set out in the 2020 annual report of the Company.

As of 30 June 2021, we had granted RSUs representing 51,658,000 Shares to 37 grantees under the 2019 Share Incentive Scheme, and none of them is the director or senior management of the Company.

Movements in the number of RSUs outstanding are as follows:

二零一九年股份獎勵計劃的目的為透過向董事、高級管理層及僱員提供擁有本公司股權的機會，獎勵彼等為本集團作出的貢獻，吸引、激勵及挽留技術熟練與經驗豐富的人員為本集團的未來發展及擴張而努力。

本公司或本集團任何成員公司現有僱員、董事（不論執行或非執行董事，但不包括獨立非執行董事）或高級職員均為合資格根據二零一九年股份激勵計劃獲授受限制股份單位的人士（「二零一九年受限制股份單位合資格人士」）。董事會酌情甄選可根據二零一九年股份激勵計劃獲授受限制股份單位的二零一九年受限制股份單位合資格人士。

有關二零一九年股份獎勵計劃的進一步詳情載於本公司的二零二零年年報。

截至二零二一年六月三十日，我們根據二零一九年股份獎勵計劃向37名承授人授出代表51,658,000股股份的受限制股份單位，彼等均非本公司的董事或高級管理人員。

尚未行使的受限制股份單位數目變動如下：

	<b>Number of RSUs</b> <b>受限制股份單位數目</b>
Outstanding balance as of 1 January 2021 截至二零二一年一月一日的尚未行使結餘	21,013,000 21,013,000
Granted 已授出	30,645,000 30,645,000
Forfeited 已沒收	— —
Exercised 已行使	— —
Outstanding balance as of 30 June 2021 截至二零二一年六月三十日的尚未行使結餘	51,658,000 51,658,000

## OTHER INFORMATION

### 其他資料

#### USE OF NET PROCEEDS FROM LISTING

The Shares of the Company were listed on the Main Board of the Stock Exchange on 21 December 2018 by way of Global Offering, raising total net proceeds of approximately HK\$194.7 million (equivalent to approximately RMB171.2 million) after deducting professional fees, underwriting commissions and other related listing expenses.

As of 30 June 2021, the Group had utilized the proceeds as set out in the table below:

#### 上市所得款項淨額用途

本公司股份於二零一八年十二月二十一日以全球發售方式在聯交所主板上市，籌集所得款項淨額總額約194.7百萬港元（相當於約人民幣171.2百萬元）（經扣除專業費用、包銷佣金及其他有關上市開支）。

截至二零二一年六月三十日，本集團已動用下表所載的所得款項：

		Net proceeds from the IPO		Utilization up to 30 June 2021		Utilization during the Reporting Period		Unutilized proceeds		Expected timeline for the use of unutilized proceeds 尚未動用所得款項之預期使用時間表
		首次公開發售所得款項淨額	截至二零二一年六月三十日已動用款項	於報告期間已動用款項	未動用所得款項					
		HK\$' million 百萬港元	RMB' million 人民幣 百萬元	HK\$' million 百萬港元	RMB' million 人民幣 百萬元	HK\$' million 百萬港元	RMB' million 人民幣 百萬元	HK\$' million 百萬港元	RMB' million 人民幣 百萬元	
Strengthening research and development capabilities	加強研發能力	58.4	51.4	51.2	45.0	3.9	3.9	7.2	6.4	2021 二零二一年
Promoting the development standard of Quick Apps	提升快應用程序的開發標準	58.4	51.4	43.9	38.6	5.5	5.2	14.5	12.8	2021-2023 二零二一年-二零二三年
Expanding service offerings and strengthening ecosystem	擴大服務範圍及加強生態系統	29.2	25.7	29.2	25.7	6.8	6.2	-	-	2021 二零二一年
Expanding monetization channels and strengthening sales and marketing capabilities	擴展變現渠道以及增強銷售及營銷能力	29.2	25.7	24.3	21.4	5.1	4.7	4.9	4.3	2021 二零二一年
Working capital and general corporate uses	營運資金及一般企業用途	19.5	17.0	19.5	17.0	-	-	-	-	2020 二零二零年
<b>Total</b>	<b>總計</b>	<b>194.7</b>	<b>171.2</b>	<b>168.1</b>	<b>147.7</b>	<b>21.3</b>	<b>20.0</b>	<b>26.6</b>	<b>23.5</b>	

The remaining balance of the net proceeds was placed with banks. There has been no change in the intended use of net proceeds as previously disclosed in the Prospectus and the Group will apply the remaining net proceeds in the manner set out in the Prospectus.

所得款項淨額餘下結餘已存入銀行。招股章程先前披露的所得款項淨額預期用途並無變動，本集團將按招股章程所載方式應用餘下所得款項淨額。

## ISSUE FOR CASH OF EQUITY SECURITIES

To raise additional capital for the business operations of the Group, in January 2020, the Company issued and allotted to Xin Point Holdings Limited, a Cayman Island company listed on the Main Board of the Stock Exchange (stock code: 1571), 25,789,000 new Shares at a subscription price of HK\$1.90 per Share (the "Subscription"). The Company received the net proceeds from the Subscription of approximately HK\$48.9 million (equivalent to approximately RMB43.0 million) after deducting the expenses incurred in the Subscription.

As of 30 June 2021, the Group had utilized the proceeds for general corporate purposes and working capital use. A breakdown of the use of proceeds is set out in the table below:

## 股本證券發行以換取現金

為就本集團業務營運籌集額外資金，於二零二零年一月，本公司已向信邦控股有限公司（一間於聯交所主板上市的開曼群島公司，股份代號：1571）發行及配發25,789,000股新股份，認購價為每股股份1.90港元（「認購事項」）。經扣除認購事項產生的開支後，本公司自認購事項收取的所得款項淨額約為48.9百萬港元（相當於約人民幣43.0百萬元）。

截至二零二一年六月三十日，本集團已動用所得款項作一般企業用途及營運資金之用。下表載列所得款項用途之明細：

		Net proceeds from the Subscription		Utilization up to 30 June 2021		Utilization during the Reporting Period		Unutilized proceeds		Expected timeline for the use of unutilized proceeds 尚未動用所得款項之預期使用時間表
		認購事項所得款項淨額		截至二零二一年六月三十日已動用款項		於報告期間已動用款項		未動用所得款項		
		HK\$' million	RMB' million	HK\$' million	RMB' million	HK\$' million	RMB' million	HK\$' million	RMB' million	
		百萬港元	百萬元	百萬港元	百萬元	百萬港元	百萬元	百萬港元	百萬元	
Repayment of bank borrowings	償還銀行借款	28.4	25.0	24.0	21.1	3.5	3.3	4.4	3.9	2021 二零二一年
Payment of staff and directors' remuneration	支付員工及董事薪酬	11.4	10.0	11.4	10.0	2.1	1.9	-	-	2021 二零二一年
Administration related expenses	行政相關開支	9.1	8.0	7.2	6.3	2.0	1.8	1.9	1.7	2021 二零二一年
<b>Total</b>	<b>總計</b>	<b>48.9</b>	<b>43.0</b>	<b>42.6</b>	<b>37.4</b>	<b>7.6</b>	<b>7.0</b>	<b>6.3</b>	<b>5.6</b>	

The remaining balance of the net proceeds from the Subscription was placed with banks. There has been no change in the intended use of net proceeds and the net proceeds from the Subscription have been and will be applied in the manner consistent with the use of proceeds as disclosed above.

認購事項所得款項淨額剩餘結餘已存入銀行。所得款項淨額預期用途並無變動，認購事項所得款項淨額已及將按上表所載列之所得款項用途使用。



## OTHER INFORMATION

### 其他資料

To strengthen the financial position of the Group and provide working capital to the Group, the Company completed the placing of 135,000,000 new Shares at the placing price of HK\$1.45 per Share (the "Placing") in March 2021, and received the net proceeds from the Placing of approximately HK\$189.0 million (equivalent to approximately RMB157.8 million) after deducting the expenses incurred in connection with the Placing.

As of 30 June 2021, the Group had utilized the proceeds as set out in the table below:

為加強本集團的財務狀況並向本集團提供營運資金，本公司於二零二一年三月完成以每股1.45港元的配售價配售135,000,000股新股份（「配售事項」），並於扣除就配售事項產生的開支後收取配售事項所得款項淨額約189.0百萬港元（相當於約人民幣157.8百萬元）。

截至二零二一年六月三十日，本集團已動用下表所載的所得款項：

		Net proceeds from the Subscription		Utilization up to 30 June 2021		Utilization during the Reporting Period		Unutilized proceeds		Expected timeline for the use of unutilized proceeds 尚未動用所得款項之預期使用時間表
		認購事項 所得款項淨額		截至二零二一年 六月三十日已動用款項		於報告期間 已動用款項		未動用所得款項		
		HK\$' million	RMB' million	HK\$' million	RMB' million	HK\$' million	RMB' million	HK\$' million	RMB' million	
		百萬元	百萬元	百萬元	百萬元	百萬元	百萬元	百萬元	百萬元	
Further develop the Group's existing business lines	進一步發展本集團現有業務線	113.4	94.7	13.5	11.3	13.5	11.3	99.9	83.4	2023 二零二三年
Enhance the Group's digital infrastructure and for research and development of new internet and technological solutions	加強本集團的數字基礎設施，研開新互聯網及技術解決方案	56.7	47.3	-	-	-	-	56.7	47.3	2023 二零二三年
General working capital uses	一般營運資金用途	18.9	15.8	3.6	3.0	3.6	3.0	15.3	12.8	2023 二零二三年
<b>Total</b>	<b>總計</b>	<b>189.0</b>	<b>157.8</b>	<b>17.1</b>	<b>14.3</b>	<b>17.1</b>	<b>14.3</b>	<b>171.9</b>	<b>143.5</b>	

The remaining balance of the net proceeds from the Placing was placed with banks. There has been no change in the intended use of net proceeds and the net proceeds from the Placing have been and will be applied in the manner consistent with the use of proceeds as disclosed above.

配售事項所得款項淨額餘下結餘已存入銀行。所得款項淨額預期用途並無變動且配售事項所得款項淨額已經並將按與上文所披露的所得款項用途一致的方式動用。

## CORPORATE GOVERNANCE PRACTICES

The Company is committed to maintaining and promoting stringent corporate governance. The principle of the Company's corporate governance is to promote effective internal control measures, uphold a high standard of ethics, transparency, responsibility and integrity in all aspects of business, to ensure that its affairs are conducted in accordance with applicable laws and regulations and to enhance the transparency and accountability of the Board to all shareholders. The Company has adopted the CG Code as set out in Appendix 14 to the Listing Rules as its own code of corporate governance.

For the six months ended 30 June 2021, the Company has complied with all applicable code provisions set out in the CG Code, except for the following deviations from code provisions A.2.1 of the CG Code.

Under code provision A.2.1 of the CG Code, the roles of chairman and chief executive officer should be separate and performed by the different individuals. Mr. GAO Dinan is the Chairman and Chief Executive Officer of the Company. The Board believes that vesting the roles of both chairman and chief executive officer in Mr. GAO Dinan has the benefit of ensuring consistent leadership within the Group and enables more effective and efficient overall strategic planning for the Group. The Board considers that the balance of power and authority for the present arrangement will not be impaired and this structure will enable the Company to make and implement decisions promptly and effectively. In light of the above, the Board considers that the deviation from the code provision A.2.1 of the CG Code is appropriate in the circumstances of the Company. The Board will continue to review and consider splitting the roles of Chairman and Chief Executive Officer of the Company at a time when it is appropriate by taking into account the circumstances of the Group as a whole.

The Company will continue to regularly review and monitor its corporate governance practices to ensure compliance with the CG Code and maintain a high standard of corporate governance practices of the Company.

## 企業管治常規

本公司致力於維持及推行嚴格的企業管治。本公司企業管治的原則是推廣有效的內部控制措施，於業務各個方面秉持高標準的道德水平、透明度、責任承擔及誠信，確保所有事宜均按照相關法律法規開展，增進董事會工作的透明度及加強董事會對全體股東的責任承擔。本公司已採納上市規則附錄十四所載的企業管治守則作為其自身的企業管治守則。

於截至二零二一年六月三十日止六個月，本公司一直遵守企業管治守則載列的所有適用守則條文，惟下述偏離企業管治守則之守則條文A.2.1除外。

根據企業管治守則之守則條文A.2.1，主席與行政總裁的職務應予區分，應由不同人士擔任。高弟男先生為本公司主席兼行政總裁。董事會認為讓高弟男先生兼任主席與行政總裁的職務有利於確保本集團內之貫徹領導，令本集團的整體戰略規劃更有效及高效。董事會認為，現時安排不會損害權力與授權的平衡，且此架構可使本公司快速有效地制定並執行決策。鑒於以上所述，董事會認為就本公司的情况而言，偏離企業管治守則之守則條文A.2.1實屬適當。董事會將持續檢討本集團的整體情况，適時將本公司主席與行政總裁的職務區分。

本公司將繼續定期審閱及監察企業管治常規，確保本公司遵守企業管治守則及維持高標準的企業管治常規。

## OTHER INFORMATION

### 其他資料

#### MODEL CODE FOR SECURITIES TRANSACTIONS

The Company has adopted the Model Code as its own code of conduct regarding directors' securities transactions. Having made specific enquiries of all Directors, each of the Directors has confirmed that he/she has complied with the required standards as set out in the Model Code during the six months ended 30 June 2021.

The Group's employees, who are likely to be in possession of inside information of the Group, are also subject to the Model Code for securities transactions. No incident of non-compliance of the Model Code by the employees was noted by the Company.

#### DIRECTORS' INTEREST IN COMPETING BUSINESS

None of the Directors had engaged in or had any interest in any business which competes or is likely to compete, either directly or indirectly, with the businesses of the Group during the six months ended 30 June 2021.

#### RISK MANAGEMENT AND INTERNAL CONTROL

The Board acknowledges that it is the Board's responsibility to ensure that the Company has established and maintained adequate and effective risk management and internal control systems. The Board delegates its responsibility to the Audit Committee to review the establishment and practices of management with respect to risk management and internal control systems formally on a half yearly basis. The Audit Committee also reviews the effectiveness of the risk management and internal control systems on an annual basis. The Board is also responsible for overseeing the key risks of the Company, including determining the level of risk the Company expects and is able to take, and proactively considering, analyzing and formulating strategies to manage the key risks that the Company is exposed to. The Audit Committee oversees the management of the design, implementation and monitoring of risk management and internal control systems. The senior management team also provides all necessary and relevant information to the Board, giving the Directors sufficient explanation and information they need to discharge their responsibilities and make an informed assessment of financial and other information put before them for approval. The internal audit team of the Company has direct reporting lines to the Audit Committee. These systems are designed to manage rather than eliminate the risk of failure to achieve business objectives, and can only provide reasonable but not absolute assurance against material misstatement or loss.

#### 證券交易標準守則

本公司已就董事進行證券交易採納標準守則作為其自身的行為守則。經向全體董事作出具體查詢，各董事已確認，彼於截至二零二一年六月三十日止六個月已遵守標準守則所載的規定標準。

可能掌握本集團內幕消息的本集團僱員亦須遵守證券交易的標準守則。本公司並不知悉有關僱員違反標準守則之事件。

#### 董事於競爭業務的權益

於截至二零二一年六月三十日止六個月內，概無董事直接或間接從事任何與本集團業務發生競爭或可能發生競爭的業務或於該等業務中擁有任何權益。

#### 風險管理及內部控制

董事會確認會負責確保本公司設立及維持充分及有效的風險管理及內部監控系統。審核委員會代表董事會每半年度正式審閱管理層在風險管理及內部監控系統方面的建設及執行工作，每年檢討風險管理及內部監控系統的有效性。董事會亦負責監管本公司所面臨的關鍵風險，包括釐定本公司所預期及能夠承受的風險水平，並積極考慮、分析及制訂策略以管理本公司所面臨的關鍵風險。審核委員會監督管理層在風險管理及內部監控系統的設計、執行及監察方面的工作。高級管理團隊亦向董事會提供一切所需及相關的資料，給予董事履行職責所需的充分說明及資料，以及使董事可在財務及其他資料提呈待其批准時能作出知情評估。本公司內部審核部門與審核委員會之間建立了直接匯報關係。該等系統旨在管理，而不能完全消除可能令本公司無法實現業務目標的風險，對重大的失實陳述或損失作出合理而非絕對的保證。

We have designated responsible personnel in our Company to monitor the ongoing compliance by our Company with the relevant PRC laws and regulations that govern our business operations and oversee the implementation of any necessary measures. In addition, we plan to provide our Directors, senior management and relevant employees with continuing training programs and/or updates regarding the relevant PRC laws and regulations on a regular basis with a view to proactively identify any concerns and issues relating to any potential non-compliance. In addition, we have adopted a set of internal rules and policies governing the conduct of our employees. We have established a monitoring system to implement anti-bribery and anti-corruption measures so as to ensure that our employees comply with our internal rules and policies as well as the applicable laws and regulations. For example, our management is responsible for conducting a fraud and bribery risk assessment on an annual basis and our Audit Committee reviews and approves our annual risk assessment results and policies. We have also identified certain forbidden conducts in our internal anti-bribery and anti-corruption policies, including, among others, the prohibition to acceptance of bribes or rebates, embezzlement or misappropriation of our assets, and forgery or alteration of our accounting records.

### Risk Management

The Company is committed to continuously improving the risk management system, including structure, process and culture, through the enhancement of risk management ability, to ensure long-term growth and sustainable development of the Company's business. The Company has established a risk management system which sets out the roles and responsibilities of each relevant party as well as the relevant risk management policies and processes. Each business group of the Company, on a regular basis, identifies and assesses risk factors that may negatively impact the achievement of its objectives, and formulates appropriate response measures.

The Audit Committee assists the Board in supervising the overall risk status of the Company and evaluating the change in the nature and severity of the Company's major risks. The Audit Committee considers that the management of the Company has taken appropriate measures to address and manage the key risks which they are responsible for at a level acceptable to the Board.

我們已指定本公司負責人員監督本公司持續遵守中國相關法律及法規(管治我們的業務運營及監督任何必要措施的實施)的情況。此外，我們計劃向董事、高級管理層及相關僱員提供持續培訓課程及／或定期更新中國相關法律及法規的資料，旨在積極發現有關任何潛在不合規情況的任何關切及問題。此外，我們已採納一系列規管我們僱員行為的內部規則及政策。我們已建立監察系統以實施反賄賂及反貪污措施，從而確保僱員遵守內部規則及政策以及適用法律及法規。例如，管理層負責每年進行欺詐及賄賂風險評估，而審核委員會會對我們的年度風險評估結果及政策進行審批。我們亦於內部反賄賂及反貪污政策中列明若干禁止行為，其中包括禁止收受賄賂或回扣、侵佔或挪用我們的資產及偽造或更改我們的會計記錄。

### 風險管理

本公司一直致力不斷完善風險管理系統，包括架構、程序與文化，通過提升風險管理的能力，確保本公司業務的長遠增長和持續發展。本公司已建立風險管理系統，當中載有各相關方的角色及職責，以及相關風險管理政策和流程。本公司各事業群定期對可能對其目標實現產生不利影響的風險因素進行識別和評估，並制訂相應的風險應對措施。

審核委員會協助董事會監察本公司整體的風險狀況，並檢討本公司重大風險的性質及嚴重程度的轉變。審核委員會認為本公司管理層已採取適當的措施以應對及管理關鍵風險至董事會可接受的風險水平。

## OTHER INFORMATION

### 其他資料

The Audit Committee, on behalf of the Board, continuously reviews the risk management and internal control systems. The review process comprises, among other things, meetings with management of business groups, internal audit team, legal, personnel and the external auditors, reviewing the relevant work reports and information of key performance indicators, and discussing the major risks with the senior management of the Company. The Board is of the view that throughout the six months ended 30 June 2021, the risk management and internal control systems of the Company are effective and adequate.

In addition, the Board believes that the Company's accounting and financial reporting functions have been performed by staff with the appropriate qualifications and experience and that such staff receives appropriate and sufficient training and development. Based on the work report from the Audit Committee, the Board also believes that the Company's internal audit function is adequate with sufficient resources and budget. The relevant staff has appropriate qualifications and experience, and receives sufficient training and development.

## HUMAN RESOURCES

The Group had 216 employees as at 30 June 2021. The Group enters into employment contracts with its employees to cover matters such as position, term of employment, wage, employee benefits and liabilities for breaches and grounds for termination. Remuneration of the Group's employees includes basic salaries, allowances, bonus and other employee benefits, and is determined with reference to their experience, qualifications and general market conditions. The emolument policy for the employees of the Group is set up by the Board on the basis of their merit, qualification and competence.

The Group operates a Mandatory Provident Fund Scheme (the "MPF Scheme") for all qualifying employees in Hong Kong under the rules and regulations of the Mandatory Provident Fund Schemes Authority. The assets of the MPF Scheme are held separately from those of the Group, in funds under the control of trustees. Contributions are made based on a percentage of the participating employees' relevant income from the Group. When an employee leaves the MPF Scheme, the mandatory contributions are fully vested with the employee. The employees of the PRC subsidiaries are members of the state-managed retirement benefits scheme operated by the PRC government. The employees of the PRC subsidiaries are required to contribute a certain percentage of their payroll to the retirement benefits scheme to fund the benefits. The only obligation of the Group with respect to this retirement benefits scheme is to make the required contributions under the scheme.

審核委員會代表董事會持續檢討風險管理及內部監控系統。檢討的程序包括(但不限於)與各事業群管理團隊、內部審核部門、法務人員以及外聘核數師舉行會議，審閱相關工作報告和關鍵業績指標信息，以及與本公司高級管理層討論重大風險。就截至二零二一年六月三十日止六個月而言，董事會認為本公司的風險管理及內部監控系統有效及充足。

另外，董事會信納，本公司的會計及財務報告職能已由具有適當資歷及經驗的員工履行，且該等員工已接受合適而充分的培訓及發展。基於審核委員會的工作報告，董事會亦信納，本公司的內部審核職能充足，具有足夠的資源及預算。相關員工擁有適當的資歷及經驗、已獲得充分的培訓及發展。

## 人力資源

於二零二一年六月三十日，本集團有216名員工。本集團與僱員訂立僱傭合約，訂明職位、僱用年期、工資、僱員福利、違約責任及終止理由等事宜。本集團僱員的薪酬包括基本薪金、津貼、花紅及其他僱員福利，並參考彼等之經驗、資歷及一般市場狀況釐定。本集團僱員的薪酬政策由董事會根據僱員的長處、資歷及能力而制定。

本集團根據強制性公積金計劃管理局之規則及規例為全體香港合資格僱員提供強制性公積金計劃(「強積金計劃」)。強積金計劃資產與本集團資產分開持有，由受託人管理之基金持有。按照參與僱員從本集團所得相關收入之百分比供款。當僱員退出強積金計劃時，強制性供款全數歸僱員所有。中國附屬公司的僱員均為中國政府運作的國家管理退休福利計劃成員。中國附屬公司的僱員須按其薪酬的若干百分比向退休福利計劃供款，以撥付福利。就此退休福利計劃而言，本集團的唯一責任乃根據該計劃作出規定的供款。

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

Neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company's listed securities during the six months ended 30 June 2021.

## AUDIT COMMITTEE AND REVIEW OF FINANCIAL STATEMENTS

The Audit Committee was established with written terms of reference in compliance with the CG Code. As at the date of this report, the Audit Committee comprises three members, namely Mr. CHEN Baoguo, Mr. LIANG Zhanping and Ms. ZHAO Xuemei, all of them are independent non-executive Directors. Mr. CHEN Baoguo is the chairman of the Audit Committee.

The Audit Committee has reviewed the unaudited interim consolidated financial statements of the Group for the six months ended 30 June 2021. The Audit Committee has also reviewed the accounting policies and practices adopted by the Company and discussed matters in relation to, among others, risk management, internal control and financial reporting of the Group with senior management. Based on this review and discussions with the management, the Audit Committee was satisfied that the Group's unaudited interim consolidated financial statements were prepared in accordance with applicable accounting standards and fairly present the Group's financial position and results for the six months ended 30 June 2021.

The interim consolidated financial statements of the Group for the six months ended 30 June 2021 have not been audited or reviewed by BDO Limited, the Company's Auditor.

## CHANGES IN INFORMATION OF DIRECTORS

The Directors confirm that no information is required to be disclosed pursuant to Rule 13.51B(1) of the Listing Rules.

## 購買、出售或贖回本公司上市證券

於截至二零二一年六月三十日止六個月，本公司或其任何附屬公司概無購買、出售或贖回本公司任何上市證券。

## 審核委員會及審閱財務報表

審核委員會已告成立，並根據企業管治守則制定其書面職權範圍。於本報告日期，審核委員會包括三名成員，即陳寶國先生、梁戰平先生及趙學梅女士，彼等全部為獨立非執行董事。陳寶國先生為審核委員會主席。

審核委員會已審閱本集團於截至二零二一年六月三十日止六個月的未經審核中期綜合財務報表。審核委員會亦已審閱本公司所採納的會計政策及常規，並與高級管理層討論有關（其中包括）本集團風險管理、內部控制及財務匯報等事宜。根據該審閱及與管理層的討論，審核委員會已信納本集團的未經審核中期綜合財務報表已根據適用會計準則編製及公平呈列本集團於截至二零二一年六月三十日止六個月的財務狀況及業績。

本集團截至二零二一年六月三十日止六個月的中期綜合財務報表未經本公司核數師香港立信德豪會計師事務所有限公司審核或審閱。

## 董事資料變更

董事確認，概無資料須根據上市規則第13.51B(1)條予以披露。

## OTHER INFORMATION

### 其他資料

#### CONTINUING DISCLOSURE OBLIGATIONS PURSUANT TO THE LISTING RULES

Save as disclosed above, the Company does not have any other disclosure obligations under Rules 13.20, 13.21 and 13.22 of the Listing Rules.

#### IMPORTANT EVENTS AFTER THE REPORTING PERIOD

No material subsequent events have occurred after the reporting period.

#### 根據上市規則之持續披露責任

除上文披露外，本公司並無上市規則第13.20、13.21及13.22條項下的任何其他披露責任。

#### 報告期後重要事項

於報告期後並無發生重大報告期後事項。

# INTERIM CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS

## 中期簡明綜合損益表

截至二零二一年六月三十日止六個月 For the six months ended 30 June 2021

		For the six months ended 30 June 截至六月三十日止六個月		
		2021 二零二一年 (Unaudited) (未經審核) RMB'000 人民幣千元	2020 二零二零年 (Unaudited) (未經審核) RMB'000 人民幣千元	
		Notes 附註		
REVENUE	收益	4	1,015,151	973,164
Cost of sales	銷售成本		(873,461)	(847,281)
Gross profit	毛利		141,690	125,883
Other income and gains	其他收入及收益	4	8,244	12,746
Selling and distribution expenses	銷售及分銷開支		(8,188)	(7,641)
Research and development costs	研發成本		(27,141)	(23,679)
Administrative expenses	行政開支		(25,439)	(20,651)
Other expenses and losses	其他開支及虧損		(5,893)	(1,269)
Share-based payment expenses	以股份為基礎的付款開支	18	(6,701)	(10,311)
Operating profit	經營溢利		76,572	75,078
Finance costs	財務成本	5	(3,770)	(5,434)
Share of losses in associates	分攤聯營公司虧損		(1,720)	(311)
PROFIT BEFORE TAX	除稅前溢利	6	71,082	69,333
Income tax expense	所得稅開支	7	(14,484)	(15,115)
PROFIT FOR THE PERIOD ATTRIBUTABLE TO OWNERS OF THE PARENT	母公司擁有人應佔期內溢利		56,598	54,218
EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT (expressed in RMB per share)	母公司普通權益持有人 應佔每股盈利 (以每股人民幣元列示)	9		
- Basic	- 基本		RMB0.04 人民幣0.04元	RMB0.04 人民幣0.04元
- Diluted	- 攤薄		RMB0.04 人民幣0.04元	RMB0.04 人民幣0.04元



# INTERIM CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

## 中期簡明綜合全面收益表

截至二零二一年六月三十日止六個月 For the six months ended 30 June 2021

		For the six months ended 30 June 截至六月三十日止六個月	
		2021 二零二一年 (Unaudited) (未經審核) RMB'000 人民幣千元	2020 二零二零年 (Unaudited) (未經審核) RMB'000 人民幣千元
PROFIT FOR THE PERIOD	期內溢利	<b>56,598</b>	54,218
OTHER COMPREHENSIVE INCOME/(LOSS)	其他全面收入／(虧損)		
Other comprehensive income/(loss) that may be reclassified to profit or loss in subsequent periods:	待後續期間可重新分類至損益的其他全面收入／(虧損)：		
Exchange differences on translation of foreign operations	換算境外業務產生的匯兌差額	<b>887</b>	(543)
Net other comprehensive income/(loss) that may be reclassified to profit or loss in subsequent periods	待後續期間可重新分類至損益的其他全面收入／(虧損)淨額	<b>887</b>	(543)
Other comprehensive (loss)/income that will not be reclassified to profit or loss in subsequent periods:	不會在後續期間重新分類至損益的其他全面(虧損)／收入：		
Exchange differences on translation of the Company	本公司換算產生的匯兌差額	<b>(2,110)</b>	3,418
Net other comprehensive (loss)/income that will not be reclassified to profit or loss in subsequent periods	不會在後續期間重新分類至損益的其他全面(虧損)／收入淨額	<b>(2,110)</b>	3,418
OTHER COMPREHENSIVE (LOSS)/INCOME FOR THE PERIOD, NET OF TAX	期內其他全面(虧損)／收入，除稅後	<b>(1,223)</b>	2,875
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD ATTRIBUTABLE TO OWNERS OF THE PARENT	母公司擁有人應佔期內全面收入總額	<b>55,375</b>	57,093

# INTERIM CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

## 中期簡明綜合財務狀況表

二零二一年六月三十日 30 June 2021

			30 June 2021 二零二一年 六月三十日 (Unaudited) (未經審核) RMB'000 人民幣千元	31 December 2020 二零二零年 十二月三十一日 (Audited) (經審核) RMB'000 人民幣千元
		Notes 附註		
<b>NON-CURRENT ASSETS</b>	<b>非流動資產</b>			
Property, plant and equipment	物業、廠房及設備	10	1,010	1,001
Right-of-use assets	使用權資產		1,787	4,033
Goodwill	商譽	11	183,164	183,612
Other intangible assets	其他無形資產		10,588	13,696
Investment in associates	於聯營公司的投資		2,055	3,775
Deferred tax assets	遞延稅項資產		5,175	4,522
Prepayments	預付款項	13	30,500	31,230
<b>Total non-current assets</b>	<b>非流動資產總值</b>		<b>234,279</b>	241,869
<b>CURRENT ASSETS</b>	<b>流動資產</b>			
Accounts receivable	應收賬款	12	583,460	571,166
Prepayments, deposits and other receivables	預付款項、按金及其他 應收款項	13	534,587	518,233
Cash and cash equivalents	現金及現金等價物	14	333,148	195,983
Restricted bank deposits	受限制銀行存款	14	20,000	44,369
<b>Total current assets</b>	<b>流動資產總值</b>		<b>1,471,195</b>	1,329,751
<b>CURRENT LIABILITIES</b>	<b>流動負債</b>			
Accounts payable	應付賬款	15	53,763	44,707
Other payables and accruals	其他應付款項及應計款項		18,265	40,917
Contract liabilities	合約負債		11,816	45,244
Interest-bearing bank borrowings	計息銀行借款	16	155,000	194,996
Lease liabilities	租賃負債		1,020	2,803
Income tax payable	應付所得稅		88,444	82,715
<b>Total current liabilities</b>	<b>流動負債總額</b>		<b>328,308</b>	411,382
<b>NET CURRENT ASSETS</b>	<b>流動資產淨值</b>		<b>1,142,887</b>	918,369
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>	<b>總資產減流動負債</b>		<b>1,377,166</b>	1,160,238

# INTERIM CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

## 中期簡明綜合財務狀況表

二零二一年六月三十日 30 June 2021

			30 June 2021 二零二一年 六月三十日 (Unaudited) (未經審核) RMB'000 人民幣千元	31 December 2020 二零二零年 十二月三十一日 (Audited) (經審核) RMB'000 人民幣千元
		Notes 附註		
NON-CURRENT LIABILITIES	非流動負債			
Lease liabilities	租賃負債		759	1,367
Deferred tax liabilities	遞延稅項負債		898	2,073
<b>Total non-current liabilities</b>	<b>非流動負債總額</b>		<b>1,657</b>	<b>3,440</b>
Net assets	資產淨值		<b>1,375,509</b>	1,156,798
EQUITY	股權			
Equity attributable to owners of the parent	母公司擁有人應佔股權			
Issued capital	已發行股本	17	1	1
Treasury shares	庫存股份	17	—*	—*
Other reserves	其他儲備		<b>1,375,508</b>	1,156,797
<b>Total equity</b>	<b>總權益</b>		<b>1,375,509</b>	1,156,798

\* The amount is less than RMB1,000.

\* 金額不足人民幣1,000元。

# INTERIM CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

## 中期簡明綜合權益變動表

截至二零二一年六月三十日止六個月 For the six months ended 30 June 2021

		Issued capital	Treasury shares	Share premium	Capital reserve	Employee share-based compensation reserve	Statutory reserve funds	Exchange fluctuation reserve	Accumulated losses	Total Equity
		已發行股本	庫存股份	股份溢價	資本儲備	以股份為基礎的僱員薪酬儲備	法定儲備金	匯兌波動儲備	累計虧損	總權益
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
At 1 January 2020 (audited)	於二零二零年一月一日 (經審核)	1	- <sup>#</sup>	1,543,850	9,532	90,035	20,492	(29,723)	(598,712)	1,035,475
Profit for the period	期內溢利	-	-	-	-	-	-	-	54,218	54,218
Other comprehensive income for the period:	期內其他全面收入：									
Exchange differences	匯兌差額	-	-	-	-	-	-	2,875	-	2,875
Total comprehensive income for the period	期內全面收入總額	-	-	-	-	-	-	2,875	54,218	57,093
Issue of new shares (note 17)	發行新股 (附註17)	- <sup>#</sup>	-	43,366	-	-	-	-	-	43,366
Issue of new shares for restricted share units	就受限制股份單位發行新股	- <sup>#</sup>	- <sup>#</sup>	-	-	-	-	-	-	-
Vested restricted share units transferred to employees (note 17)	已歸屬之受限制股份單位轉讓予僱員 (附註17)	-	- <sup>#</sup>	46,118	-	(46,118)	-	-	-	-
Equity-settled share option arrangements (note 18)	以權益結算的購股權安排 (附註18)	-	-	-	-	10,311	-	-	-	10,311
At 30 June 2020 (unaudited)	於二零二零年六月三十日 (未經審核)	1	- <sup>#</sup>	1,633,334	9,532	54,228	20,492	(26,848)	(544,494)	1,146,245
At 1 January 2021 (audited)	於二零二一年一月一日 (經審核)	1	- <sup>#</sup>	1,642,834*	9,532*	54,641*	22,877*	(38,803)*	(534,284)*	1,156,798
Profit for the period	期內溢利	-	-	-	-	-	-	-	56,598	56,598
Other comprehensive loss for the period:	期內其他全面虧損：									
Exchange differences	匯兌差額	-	-	-	-	-	-	(1,223)	-	(1,223)
Total comprehensive income for the period	期內全面收入總額	-	-	-	-	-	-	(1,223)	56,598	55,375
Issue of new shares (note 17)	發行新股 (附註17)	- <sup>#</sup>	-	156,635	-	-	-	-	-	156,635
Issue of new shares for restricted share units <sup>^</sup>	就受限制股份單位發行新股 <sup>^</sup>	- <sup>#</sup>	- <sup>#</sup>	-	-	-	-	-	-	-
Equity-settled share option arrangements (note 18)	以權益結算的購股權安排 (附註18)	-	-	-	-	6,701	-	-	-	6,701
At 30 June 2021 (unaudited)	於二零二一年六月三十日 (未經審核)	1	- <sup>#</sup>	1,799,469*	9,532*	61,342*	22,877*	(40,026)*	(477,686)*	1,375,509

# INTERIM CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

## 中期簡明綜合權益變動表

截至二零二一年六月三十日止六個月 For the six months ended 30 June 2021

# The amount is less than RMB1,000.

# 金額不足人民幣1,000元。

\* These reserve accounts comprise the consolidated other reserves of RMB1,375,508,000 (31 December 2020: RMB1,156,797,000) in the interim condensed consolidated statement of financial position.

\* 該等儲備賬目包括中期簡明綜合財務狀況表內綜合其他儲備人民幣1,375,508,000元(二零二零年十二月三十一日：人民幣1,156,797,000元)。

^ On 18 May 2021, 30,645,000 new shares of US\$0.0000002 (equivalent to approximately RMB\$0.0000014) each were issued and allotted at par value pursuant to the general mandate for the restricted share units scheme adopted by the Company on 29 August 2019. For details of the transaction, please refer to the announcements of the Company dated 11 May 2021 and 18 May 2021.

^ 於二零二一年五月十八日，根據本公司於二零一九年八月二十九日採納的受限制股份單位計劃，每股面值0.0000002美元(相當於約人民幣0.0000014元)的30,645,000股新股份按面值發行及配發。交易的詳情，請參閱本公司日期為二零二一年五月十一日及二零二一年五月十八日的公告。

# INTERIM CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

## 中期簡明綜合現金流量表

截至二零二一年六月三十日止六個月 For the six months ended 30 June 2021

		For the six months ended 30 June 截至六月三十日止六個月	
		2021 二零二一年 (Unaudited) (未經審核) RMB'000 人民幣千元	2020 二零二零年 (Unaudited) (未經審核) RMB'000 人民幣千元
		Notes 附註	
CASH FLOWS FROM OPERATING ACTIVITIES	經營活動的現金流量		
Profit before tax	除稅前溢利		71,082
Adjustments for:	就以下各項作出調整：		69,333
Foreign exchange gains, net	外匯收益淨額	6	(2,553)
Finance costs	財務成本	5	3,770
Bank interest income	銀行利息收入	4	(557)
Gain on disposal of a subsidiary	出售一間附屬公司的收益		–
Loss on disposal of items of property, plant and equipment	出售物業、廠房及設備項目的虧損		–
Impairment of accounts receivable	應收賬款減值	6	4,434
Impairment of goodwill	商譽減值	11	448
Depreciation of property, plant and equipment	物業、廠房及設備折舊	6	228
Depreciation of right-of-use assets	使用權資產折舊	6	2,246
Amortisation of intangible assets	無形資產攤銷	6	3,108
Share of losses in associates	分攤聯營公司虧損		1,720
Share-based payment expenses	以股份為基礎的付款開支	18	6,701
			90,627
(Increase)/decrease in accounts receivable	應收賬款(增加)/減少		(16,728)
Increase in prepayments, deposit and other receivables	預付款項、按金及其他應收款項增加		(15,433)
Increase/(decrease) in accounts payable	應付賬款增加/(減少)		9,056
Decrease in contract liabilities	合約負債減少		(33,428)
Decrease in other payables and accruals	其他應付款項及應計款項減少		(23,261)
Cash generated from/(used in) operations	營運所得/(所用)現金		10,833
Interest received	已收利息		366
Income tax paid	已付所得稅		(10,583)
Net cash flows from/(used in) operating activities	經營活動所得/(所用)現金流量淨額		616
			(73,499)

# INTERIM CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

## 中期簡明綜合現金流量表

截至二零二一年六月三十日止六個月 For the six months ended 30 June 2021

		For the six months ended 30 June 截至六月三十日止六個月	
		2021 二零二一年 (Unaudited) (未經審核) RMB'000 人民幣千元	2020 二零二零年 (Unaudited) (未經審核) RMB'000 人民幣千元
CASH FLOWS FROM INVESTING ACTIVITIES	投資活動的現金流量		
Purchase of items of property, plant and equipment	購置物業、廠房及 設備項目	(237)	(111)
Proceeds from disposal of items of property, plant and equipment	出售物業、廠房及 設備項目所得款項	-	5
Acquisition of a subsidiary, net of cash acquired	收購一間附屬公司 (扣除所得現金)	-	(12)
Disposal of a subsidiary	出售一間附屬公司	-	(6)
Capital injection in an associate	注資聯營公司	-	(4,392)
Net cash flows used in investing activities	投資活動所用現金流量 淨額	(237)	(4,516)
CASH FLOWS FROM FINANCING ACTIVITIES	融資活動的現金流量		
Drawdown of bank loans	提取銀行貸款	42,000	171,600
Repayment of bank loans	償還銀行貸款	(81,996)	(184,700)
Proceeds from issuance of new ordinary shares	發行新普通股所得款項	163,416	43,366
Share issuance expenses paid	已付股份發行開支	(6,781)	-
Principal portion of lease payments	租賃付款的本金部分	(2,481)	(2,417)
Interest paid	已付利息	(3,071)	(5,446)
Decrease of restricted bank deposits	受限制銀行存款減少	24,369	27,481
Net cash flows from financing activities	融資活動所得現金流量 淨額	135,456	49,884
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS	現金及現金等價物 增加/(減少)淨額	135,835	(28,131)
Cash and cash equivalents at beginning of period	期初現金及現金等價物	195,983	261,370
Net foreign exchange difference	淨外匯差額	1,330	6,278
CASH AND CASH EQUIVALENTS AT END OF PERIOD	期末現金及現金等價物	333,148	239,517

# INTERIM CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

## 中期簡明綜合現金流量表

截至二零二一年六月三十日止六個月 For the six months ended 30 June 2021

		For the six months ended 30 June 截至六月三十日止六個月		
		2021 二零二一年 (Unaudited) (未經審核) RMB'000 人民幣千元	2020 二零二零年 (Unaudited) (未經審核) RMB'000 人民幣千元	
		Notes 附註		
ANALYSIS OF BALANCES OF CASH AND CASH EQUIVALENTS	現金及現金等價物分析			
Cash and bank balances	現金及銀行結餘	14	<b>333,148</b>	239,517
Cash and cash equivalents as stated in the interim condensed consolidated statement of financial position and statement of cash flows	中期簡明綜合財務狀 況表及現金流量表 所示現金及現金等價物	14	<b>333,148</b>	239,517



# NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

## 中期簡明綜合財務報表附註

二零二一年六月三十日 30 June 2021

### 1. GENERAL INFORMATION

Wanka Online Inc. (the “Company”) is a limited liability company incorporated in the Cayman Islands on 7 November 2014. Its registered office address is Cricket Square, Hutchins Drive P.O.Box 2681, Grand Cayman KY1-1111, Cayman Islands. The Company, together with its subsidiaries, is collectively referred to as the Group.

During the period, the Company and its subsidiaries, including controlled structured entities, were mainly involved in mobile advertising services, online-video distribution services and game co-publishing services.

### 2. BASIS OF PREPARATION AND PRINCIPAL ACCOUNTING POLICIES

#### 2.1. Basis of preparation

These unaudited interim condensed consolidated financial statements for the six months ended 30 June 2021 have been prepared in accordance with Hong Kong Accounting Standard (“HKAS”) 34 “Interim Financial Reporting”, issued by the Hong Kong Institute of Certified Public Accountants and the applicable disclosure requirements of Appendix 16 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The unaudited interim condensed consolidated financial statements do not include all the information and disclosures required in the annual financial statements, and 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”) (which include all HKFRSs, HKASs and Interpretations).

The interim condensed consolidated financial statements are unaudited and not reviewed by the auditor, but have been reviewed by the audit committee of the Company.

### 1. 一般資料

萬咖壹聯有限公司(「本公司」)為一家於二零一四年十一月七日在開曼群島註冊成立的有限責任公司。其註冊辦事處地址位於Cricket Square, Hutchins Drive P.O. Box 2681, Grand Cayman KY1-1111, Cayman Islands。本公司連同其附屬公司統稱為本集團。

於期內，本公司及其附屬公司(包括受控結構性實體)主要從事提供移動廣告服務、網絡視頻產品分發服務及遊戲聯運服務。

### 2. 編製基準及主要會計政策

#### 2.1. 編製基準

該等截至二零二一年六月三十日止六個月的未經審核中期簡明綜合財務報表，乃根據由香港會計師公會所頒佈的香港會計準則(「香港會計準則」)第34號「中期財務報告」及香港聯合交易所有限公司證券上市規則附錄十六的適用披露規定而編製。

未經審核中期簡明綜合財務報表並未包括年度財務報表必要的所有資料及披露，故應與本集團截至二零二零年十二月三十一日止年度的年度財務報表一併閱讀，其根據香港財務報告準則(「香港財務報告準則」，包括所有香港財務報告準則、香港會計準則及詮釋)編製。

中期簡明綜合財務報表未經核數師審核及審閱，惟已獲本公司審核委員會審閱。

## 2. BASIS OF PREPARATION AND PRINCIPAL ACCOUNTING POLICIES (continued)

### 2.2. Change in accounting policies and disclosures

The accounting policies adopted in the preparation of the interim condensed consolidated financial statements are consistent with those followed in the preparation of the Group's annual consolidated financial statements for the year ended 31 December 2020, except for the adoption of new and revised standards effective as at 1 January 2021. The Group has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective.

For the six months ended 30 June 2021, the Group has applied, for the first time, the following new and revised HKFRSs in the preparation of the Group's interim condensed consolidated financial statements.

HKFRS 9, HKAS 39, HKFRS 7, HKFRS 4 and HKFRS 16 (Amendments)  
香港財務報告準則第9號、香港會計準則第39號、香港財務報告準則第7號、香港財務報告準則第4號及香港財務報告準則第16號(修訂本)  
HKFRS 16 (Amendments)  
香港財務報告準則第16號(修訂本)

The application of the new and revised standards has had no material impact on the amounts reported in the interim condensed consolidated financial statements and/or disclosures set out in the interim condensed consolidated financial statements.

## 2. 編製基準及主要會計政策 (續)

### 2.2. 會計政策及披露變動

編製中期簡明綜合財務報表與編製本集團截至二零二零年十二月三十一日止年度之年度綜合財務報表所採用之會計政策一致，惟採納於二零二一年一月一日生效之新訂及經修訂準則除外。本集團概無提早採用任何其他已頒佈但未生效之準則、詮釋及修訂。

截至二零二一年六月三十日止六個月，本集團已在本中期簡明綜合財務報表首次應用以下新訂及經修訂香港財務報告準則。

*Interest Rate Benchmark Reform – Phase 2*  
利率基準改革 – 第二階段

*Covid-19-Related Rent Concessions*  
Covid-19相關租金寬減

新訂及經修訂準則的應用對中期簡明綜合財務報表所報告的金額及／或中期簡明綜合財務報表所載的披露並無重大影響。

# NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

## 中期簡明綜合財務報表附註

二零二一年六月三十日 30 June 2021

### 3. OPERATING SEGMENT INFORMATION

The Group determines its operating segments based on the reports reviewed by the chief operating decision-maker that is used to make strategic decision.

The Group has three reportable and operating segments. The segments are managed separately as each business offers different services and requires different business strategies. The following summary describes the operations in each of the Group's reportable segments:

Mobile advertising services

移動廣告服務分部

Mobile advertising service income generated from marketers by rendering the advertising services through contents sorting and delivery on mobile distribution channels;

營銷商透過內容分類及於移動分銷渠道交付廣告服務而產生的移動廣告服務收入；

Online-video distribution services

網絡視頻產品分發服務分部

Provision of promotion of video content by video content providers on distribution channels; and

視頻內容供應商在分銷渠道推廣視像內容；及

Game co-publishing services

遊戲聯運分部

Provision of game co-publishing services income generated from mobile game users for the game co-publishing services.

提供遊戲聯運的收入產生自遊戲聯運服務的移動遊戲用戶。

Management monitors the results of the Group's operating segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on segment revenue and segment cost of each operating segment. The selling and distribution expenses, research and development costs and administrative expenses are not included in the measure of the segments' performance which is used by management as a basis for purpose of resource allocation and performance assessment. Other income and gains, other expenses and losses, finance costs, share of losses in associates, share-based payment expenses and income tax expense are also not allocated to individual operating segments.

The revenue from external customers reported to management is measured as segment revenue, which is the revenue derived from the customers in each segment. Cost of sales primarily represents distribution expenses paid to distribution channels.

### 3. 經營分部資料

本集團根據主要經營決策者審閱用以作出策略性決策的報告釐定經營分部。

本集團有三個呈報及經營分部。由於各項業務提供不同的服務及需要不同的業務策略，故分開管理。以下概述本集團各報告分部的營運：

管理層獨立監察本集團各經營分部的業績，以作出有關資源分配及表現評估的決定。分部表現乃根據各經營分部的分部收益及分部成本評估。銷售及分銷開支、研發成本及行政開支不計入管理層用作資源分配及表現評估基準的分部表現計量。其他收入及收益、其他開支及虧損、財務成本、分佔聯營公司虧損、以股份為基礎的付款開支及所得稅開支亦不會分配至個別經營分部。

向管理層呈報的外部客戶收益計量為分部收益，為來自各分部客戶的收益。銷售成本主要指支付予分銷渠道的分銷開支。

### 3. OPERATING SEGMENT INFORMATION (continued)

Other information, together with the segment information, provided to management, is measured in a manner consistent with that applied in the financial statements. There are no separate segment assets and segment liabilities information provided to management, as management does not use this information to allocate resources or to evaluate the performance of the operating segments.

The segment revenue for the six months ended 30 June 2021 and 2020 are as follows:

		For the six months ended 30 June 截至六月三十日止六個月	
		2021 二零二一年 (Unaudited) (未經審核) RMB'000 人民幣千元	2020 二零二零年 (Unaudited) (未經審核) RMB'000 人民幣千元
Type of goods or services:	商品或服務的類型：		
Mobile advertising services income	移動廣告服務收入	962,746	932,921
Online-video distribution services income	網絡視頻產品分發 服務收入	46,535	30,015
Game co-publishing services income	遊戲聯運服務收入	5,870	10,228
Total revenue from contracts with customers	客戶合約的總收益	1,015,151	973,164

The revenue of the Group is disaggregated by the timing of revenue, and is recognised over time as the Group's customer simultaneously receives and consumes the benefits provided by the entity's performance as the entity performs.

### 3. 經營分部資料(續)

向管理層提供的其他資料連同分部資料使用與財務報表所應用者一致的方式計量。並無向管理層提供單獨的分部資產及分部負債資料，因管理層並不使用該等資料分配資源或評估經營分部表現。

就截至二零二一年及二零二零年六月三十日止六個月的分部收益如下：

		For the six months ended 30 June 截至六月三十日止六個月	
		2021 二零二一年 (Unaudited) (未經審核) RMB'000 人民幣千元	2020 二零二零年 (Unaudited) (未經審核) RMB'000 人民幣千元
Timing of revenue recognition:	收益確認時間：		
Services transferred over time	隨時間轉讓的服務	1,015,151	973,164
Total revenue from contracts with customers	客戶合約的總收益	1,015,151	973,164

# NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

## 中期簡明綜合財務報表附註

二零二一年六月三十日 30 June 2021

### 3. OPERATING SEGMENT INFORMATION (continued)

The segment results for the six months ended 30 June 2021 and 2020 are as follows:

### 3. 經營分部資料 (續)

截至二零二一年及二零二零年六月三十日止六個月的分部業績如下：

		Mobile advertising services 移動 廣告服務 (Unaudited) (未經審核) RMB'000 人民幣千元	Online-video distribution services 網絡視頻 產品分發服務 (Unaudited) (未經審核) RMB'000 人民幣千元	Game co-publishing services 遊戲聯運 服務 (Unaudited) (未經審核) RMB'000 人民幣千元	Total   (Unaudited) (未經審核) RMB'000 人民幣千元
<b>For the six months ended 30 June 2021</b>	<b>截至二零二一年 六月三十日止六個月</b>				
Segment revenue	分部收益	962,746	46,535	5,870	1,015,151
Segment cost of sales	分部銷售成本	(838,890)	(34,571)	-	(873,461)
Segment results	分部業績	123,856	11,964	5,870	141,690
Other income and gains	其他收入及收益				8,244
Selling and distribution expenses	銷售及分銷開支				(8,188)
Research and development costs	研發成本				(27,141)
Administrative expenses	行政開支				(25,439)
Other expenses and losses	其他開支及虧損				(5,893)
Share of losses in associates	分佔聯營公司虧損				(1,720)
Share-based payment expenses	以股份為基礎的 付款開支				(6,701)
Finance costs	財務成本				(3,770)
Profit before tax	除稅前溢利				71,082

### 3. OPERATING SEGMENT INFORMATION (continued)

### 3. 經營分部資料 (續)

		Mobile advertising services 移動 廣告服務 (Unaudited) (未經審核) RMB'000 人民幣千元	Online-video distribution services 網絡視頻 產品分發服務 (Unaudited) (未經審核) RMB'000 人民幣千元	Game co-publishing services 遊戲聯運 服務 (Unaudited) (未經審核) RMB'000 人民幣千元	Total (Unaudited) (未經審核) RMB'000 人民幣千元
For the six months ended 30 June 2020	截至二零二零年 六月三十日止六個月				
Segment revenue	分部收益	932,921	30,015	10,228	973,164
Segment cost of sales (Note)	分部銷售成本 (附註)	(819,717)	(20,312)	(7,252)	(847,281)
Segment results	分部業績	113,204	9,703	2,976	125,883
Other income and gains	其他收入及收益				12,746
Selling and distribution expenses	銷售及分銷開支				(7,641)
Research and development costs	研發成本				(23,679)
Administrative expenses	行政開支				(20,651)
Other expenses and losses	其他開支及虧損				(1,269)
Share of losses in associates	分佔聯營公司虧損				(311)
Share-based payment expenses	以股份為基礎的 付款開支				(10,311)
Finance costs	財務成本				(5,434)
Profit before tax	除稅前溢利				69,333

Note: There was a change in the structure of the Group's internal organisation which caused the composition of its reportable segments to change. The chief operating decision maker, after considering the nature of the services, the relevant cost have similar economic characteristic of these segment. Accordingly, these cost have been included in the segment starting from 1 January 2020. Corresponding items of segment information for the six months ended 30 June 2020 have been restated.

The Group have no major customers which contributed more than 10% of the total revenue for the six months ended 30 June 2021 and 2020.

The Group mainly operates in Mainland China and earns substantially all of the revenue from external customers located in Mainland China.

As at 30 June 2021 and 31 December 2020, substantially all of the non-current assets of the Group were located in Mainland China.

附註：本集團內部組織架構出現變動，導致其可呈報分部的組成發生變動。主要經營決策者經考慮服務性質後，相關成本具有該等分部的類似經濟特徵。因此，該等成本自二零二零年一月一日開始計入分部。截至二零二零年六月三十日止六個月的分部資料的相應項目已重列。

本集團並無截至二零二一年及二零二零年六月三十日止六個月貢獻超過總收益10%的主要客戶。

本集團主要在中國大陸經營，所賺絕大部分收益來自位於中國大陸的外部客戶。

於二零二一年六月三十日及二零二零年十二月三十一日，本集團絕大部分非流動資產均位於中國大陸。

# NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

## 中期簡明綜合財務報表附註

二零二一年六月三十日 30 June 2021

### 4. REVENUE, OTHER INCOME AND GAINS

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

		For the six months ended 30 June 截至六月三十日止六個月	
		2021 二零二一年 (Unaudited) (未經審核) RMB'000 人民幣千元	2020 二零二零年 (Unaudited) (未經審核) RMB'000 人民幣千元
<b>Revenue from contract with customers within the scope of HKFRS 15:</b>	<b>香港財務報告準則 第15號範圍內來自 客戶合約的收益：</b>		
Mobile advertising services	移動廣告服務	962,746	932,921
Online-video distribution services	網絡視頻產品分發服務	46,535	30,015
Game co-publishing services	遊戲聯運服務	5,870	10,228
		<b>1,015,151</b>	<b>973,164</b>
<b>Other income and gains</b>	<b>其他收入及收益</b>		
Bank interest income	銀行利息收入	557	1,690
Government grants*	政府補貼*	94	820
Foreign exchange gain, net	外匯收益淨額	2,553	3,403
Additional deduction for value added tax	額外的增值稅折扣	4,819	5,383
Others	其他	221	1,450
		<b>8,244</b>	<b>12,746</b>

\* The Group recognises the government grants when it fulfils all the conditions specified in the relevant law and regulations. There are no unfulfilled conditions or contingencies relating to these grants.

### 4 收益、其他收入及收益

對本集團收益、其他收入及收益的分析如下：

\* 本集團於其達成相關法律及規例規定的所有條件時確認政府補貼。概無與該等補貼有關的未達成條件或或然事項。

### 5. FINANCE COSTS

An analysis of finance costs is as follows:

		For the six months ended 30 June 截至六月三十日止六個月	
		2021 二零二一年 (Unaudited) (未經審核) RMB'000 人民幣千元	2020 二零二零年 (Unaudited) (未經審核) RMB'000 人民幣千元
Interest expenses:	利息開支：		
– Bank borrowings	– 銀行借款	3,680	5,321
– Lease liabilities	– 租賃負債	90	113
		<b>3,770</b>	<b>5,434</b>

### 5. 財務成本

對財務成本的分析如下：

**6. PROFIT BEFORE TAX**

The Group's profit before tax is arrived at after charging/ (crediting):

**6. 除稅前溢利**

本集團的除稅前溢利經扣除／(計入)以下各項後得出：

		For the six months ended 30 June 截至六月三十日止六個月	
		2021 二零二一年 (Unaudited) (未經審核) RMB'000 人民幣千元	2020 二零二零年 (Unaudited) (未經審核) RMB'000 人民幣千元
Cost of services	服務成本	873,461	833,554
Depreciation and amortisation	折舊及攤銷	5,582	8,348
Employee benefit expenses (excluding directors' and chief executive's remuneration)^:	僱員福利開支(不包括 董事及主要行政 人員的薪酬)^:		
Wages and salaries	工資及薪金	25,332	36,847
Pension scheme contributions^^	退休金計劃供款^^	2,691	600
Share-based payment expenses	以股份為基礎的付款開支	6,701	10,311
		<b>34,724</b>	<b>47,758</b>
Impairment of goodwill*	商譽減值*	448	—
Impairment of accounts receivable*	應收賬款減值*	4,434	1,127
Foreign exchange gains, net*	外匯匯兌收益淨額*	(2,553)	(3,403)
Bank interest income	銀行利息收入	(557)	(1,690)

\* Impairment of accounts receivable and impairment of goodwill are included in "Other expenses and losses" in the interim condensed consolidated statement of profit or loss, foreign exchange gains are included in "Other income and gains" in the interim condensed consolidated statement of profit or loss.

\* 應收賬款減值及商譽減值計入中期簡明綜合損益表內的「其他開支及虧損」下，外匯匯兌收益計入中期簡明綜合損益表內的「其他收入及收益」下。

^ Employee benefit expense excluding share-based payment expenses are included in "Cost of sales", "Selling and distribution expenses", "Research and development costs" and "Administrative expenses" in the interim condensed consolidated statement of profit or loss.

^ 僱員福利開支(不包括以股份為基礎的付款開支)計入中期簡明綜合損益表內的「銷售成本」、「銷售及分銷開支」、「研發成本」及「行政開支」下。

^^ At 30 June 2021, the Group had no forfeited contributions available to reduce its contributions to the pension schemes in future years (31 December 2020: Nil).

^^ 於二零二一年六月三十日，本集團概無已沒收供款可用以抵銷其於未來年度對退休計劃的供款(二零二零年十二月三十一日：無)。



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### 7. INCOME TAX

The Company is incorporated under the law of the Cayman Islands and is not subject to the Cayman Islands income tax.

No provision for Hong Kong profits tax has been made as the Group did not generate any assessable profits arising in Hong Kong during the six months ended 30 June 2021 and 2020. The income tax expenses of the Group for the six months ended 30 June 2021 and 2020 represented current tax expenses related to the Group's operations in Mainland China and deferred tax.

The income tax provision of the Group in respect of its operations in Mainland China was calculated at the tax rate of 25% on the estimated assessable profits for the periods, if applicable, based on the existing legislation, interpretations and practice in respect thereof, except for two PRC subsidiaries which are entitled to a preferential tax rate of 15% for three years as they are qualified as a "new high technology enterprise".

### 7. 所得稅

本公司根據開曼群島法律註冊成立，但毋須繳納開曼群島所得稅。

於截至二零二一年及二零二零年六月三十日止六個月，本集團於香港並未產生任何應課稅溢利，故未計提香港利得稅撥備。本集團於截至二零二一年及二零二零年六月三十日止六個月的所得稅開支指與本集團在中國大陸的經營業務及遞延稅項相關的即期稅項開支。

根據中國大陸的現行法律、詮釋及慣例，本集團就中國大陸的經營業務計提的所得稅撥備按各期間估計應課稅溢利25%的稅率計算（如適用），惟兩間合資格成為「高新技術企業」而有權享有三年15%的優惠稅率的中國附屬公司除外。

		For the six months ended 30 June 截至六月三十日止六個月	
		2021 二零二一年 (Unaudited) (未經審核) RMB'000 人民幣千元	2020 二零二零年 (Unaudited) (未經審核) RMB'000 人民幣千元
Current – Mainland China	即期 – 中國大陸		
Charge for the period	期內開支	16,312	16,446
Deferred	遞延	(1,828)	(1,331)
Total tax charge for the period	期內稅項開支總額	14,484	15,115

**8. DIVIDENDS**

No dividends have been paid or declared by the Company for the six months ended 30 June 2021 (six months ended 30 June 2020: Nil).

**9. EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT**

The calculation of the basic earnings per share amount is based on the profit for the period attributable to owners of the parent, and the weighted average number of ordinary shares of 1,365,475,592 (six months ended 30 June 2020: 1,257,741,384) in issue excluding the treasury shares during the period.

Diluted earnings per share is calculated by adjusting the weighted average number of ordinary shares outstanding to assume conversion of all dilutive potential ordinary shares.

The calculations of basic and diluted earnings per share are based on:

**8. 股息**

本公司於截至二零二一年六月三十日止六個月概無派付或宣派任何股息（截至二零二零年六月三十日止六個月：無）。

**9. 母公司普通權益持有人應佔每股盈利**

於計算每股基本盈利金額時乃基於母公司擁有人應佔期內盈利以及1,365,475,592股（截至二零二零年六月三十日止六個月：1,257,741,384股）已發行普通股（不包括庫存股份）的加權平均數。

每股攤薄盈利乃通過調整發行在外的普通股加權平均數以假設所有具有潛在攤薄影響的普通股均已轉換而計算得出。

每股基本及攤薄盈利的計算乃基於以下各項：

		<b>For the six months ended 30 June 截至六月三十日止六個月</b>	
		<b>2021 二零二一年 (Unaudited) (未經審核)</b>	<b>2020 二零二零年 (Unaudited) (未經審核)</b>
Profit for the period attributable to owners of the parent used in the basic and diluted earnings per share calculation (RMB'000)	計算每股基本及攤薄盈利時所用的母公司擁有人應佔期內溢利（人民幣千元）	<b>56,598</b>	54,218
Weighted average number of ordinary shares in issue during the period used in basic earnings per share	計算每股基本盈利時所用的期內已發行普通股加權平均數	<b>1,365,475,592</b>	1,257,741,384
Effect of dilution – weighted average number of ordinary shares: RSUs	攤薄影響—普通股的加權平均數：受限制股份單位	<b>52,986,086</b>	42,808,091
		<b>1,418,461,678</b>	1,300,549,475
Basic earnings per share (expressed in RMB per share)	每股基本盈利（以每股人民幣元列示）	<b>RMB0.04 人民幣0.04元</b>	RMB0.04 人民幣0.04元
Diluted earnings per share (expressed in RMB per share)	每股攤薄盈利（以每股人民幣元列示）	<b>RMB0.04 人民幣0.04元</b>	RMB0.04 人民幣0.04元

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### 10. PROPERTY, PLANT AND EQUIPMENT

During the six months ended 30 June 2021, the Group acquired items of property, plant and equipment at a total cost of RMB237,000 (six months ended 30 June 2020: RMB111,000), and did not dispose of or write off any items of property, plant and equipment (six months ended 30 June 2020: RMB12,000).

### 10. 物業、廠房及設備

截至二零二一年六月三十日止六個月，本集團收購物業、廠房及設備項目之總成本為人民幣237,000元（截至二零二零年六月三十日止六個月：人民幣111,000元），概無出售或撇銷任何物業、廠房及設備項目（截至二零二零年六月三十日止六個月：人民幣12,000元）。

### 11. GOODWILL

		30 June 2021 二零二一年 六月三十日 (Unaudited) (未經審核) RMB'000 人民幣千元	31 December 2020 二零二零年 十二月三十一日 (Audited) (經審核) RMB'000 人民幣千元
At 1 January:	於一月一日：		
Cost and net carrying amount	成本及賬面淨值	183,612	183,612
Impairment	減值	(448)	-
Cost and net carrying amount at end of the year/period	年／期末成本及賬面淨值	183,164	183,612

### 11. 商譽

### 12. ACCOUNTS RECEIVABLE

		30 June 2021 二零二一年 六月三十日 (Unaudited) (未經審核) RMB'000 人民幣千元	31 December 2020 二零二零年 十二月三十一日 (Audited) (經審核) RMB'000 人民幣千元
Accounts receivable	應收賬款	607,930	591,202
Loss allowance	虧損撥備	(24,470)	(20,036)
		583,460	571,166

### 12. 應收賬款

**12. ACCOUNTS RECEIVABLE (continued)**

The Group's trading terms with its customers are mainly on credit, except for new customers, where payment in advance is typically required. For mobile advertising services, online-video distribution services and game co-publishing services, the credit period generally ranges from three months for major customers. The Group seeks to maintain strict control over its outstanding receivables to minimise the credit risk. Overdue balances are reviewed regularly by the management. The Group does not hold any collateral or other credit enhancements over these balances. Accounts receivable are non-interest-bearing.

An ageing analysis of the accounts receivable as at the end of the reporting period, based on the invoice date and net of loss allowance, is as follows:

**12. 應收賬款(續)**

本集團主要以信貸形式與其客戶進行交易，惟新客戶除外，其一般被要求預先支付款項。對於移動廣告服務、網絡視頻產品分發服務及遊戲聯運業務服務，主要客戶的信貸期一般介乎三個月不等。本集團致力嚴格控制其未償還應收款項，以將信貸風險降至最低。管理層會對逾期結餘進行定期審查。本集團並無就該等結餘持有任何抵押品或其他信貸強化措施。應收賬款並不計息。

應收賬款(扣除虧損撥備)於報告期間結束時基於發票日期的賬齡分析如下：

		<b>30 June 2021 二零二一年 六月三十日 (Unaudited) (未經審核) RMB'000 人民幣千元</b>	31 December 2020 二零二零年 十二月三十一日 (Audited) (經審核) RMB'000 人民幣千元
Within 3 months	3個月內	<b>328,541</b>	342,078
3 to 12 months	3至12個月	<b>170,895</b>	130,642
1 to 2 years	1至2年	<b>84,024</b>	98,446
2 to 3 years	2至3年	-	-
		<b>583,460</b>	571,166

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## 中期簡明綜合財務報表附註

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### 13. PREPAYMENTS, DEPOSITS AND OTHER RECEIVABLES

### 13. 預付款項、按金及其他應收款項

		30 June 2021 二零二一年 六月三十日 (Unaudited) (未經審核) RMB'000 人民幣千元	31 December 2020 二零二零年 十二月三十一日 (Audited) (經審核) RMB'000 人民幣千元
Prepayments	預付款項	478,581	466,980
Deposits paid	已付按金	47,785	47,560
Other receivables	其他應收款項	38,721	34,923
		<b>565,087</b>	549,463
Less: prepayments, non-current portion	減：預付款項非流動部分	<b>(30,500)</b>	(31,230)
Current portion	流動部分	<b>534,587</b>	518,233

None of the above assets as at 30 June 2021 and 31 December 2020 is either past due or impaired. The financial assets included in the above balances relate to receivables, for which there was no recent history of default and past due amounts.

於二零二一年六月三十日及二零二零年十二月三十一日，上述資產概無逾期或減值。計入上述結餘內的金融資產涉及並無近期違約記錄及逾期款項的應收款項。

## 14. CASH AND CASH EQUIVALENTS AND PLEDGED DEPOSITS

## 14. 現金及現金等價物以及已抵押存款

		30 June 2021 二零二一年 六月三十日 (Unaudited) (未經審核) RMB'000 人民幣千元	31 December 2020 二零二零年 十二月三十一日 (Audited) (經審核) RMB'000 人民幣千元
Cash and bank balances	現金及銀行結餘	315,969	240,352
Short term time deposits	短期定期存款	37,179	-
		<b>353,148</b>	240,352
Less: Restricted cash:	減：受限制現金：		
Pledged time deposits for bank loans (note 16)	就銀行貸款抵押的定期存款(附註16)	<b>(20,000)</b>	(44,369)
Cash and cash equivalents	現金及現金等價物	<b>333,148</b>	195,983
Denominated in:	以下列貨幣計值：		
- RMB	- 人民幣	<b>169,069</b>	151,181
- USD	- 美元	<b>63,943</b>	41,762
- HKD	- 港元	<b>100,136</b>	3,040
		<b>333,148</b>	195,983

RMB is not freely convertible into other currencies. However, under Mainland China's prevailing rules and regulations over foreign exchange, the Group is permitted to exchange RMB for other currencies through banks authorised to conduct foreign exchange business.

Cash at banks earns interest at floating rates based on daily bank deposit rates. Short term time deposits are made for varying periods of between three months and one year depending on the immediate cash requirements of the Group, and earn interest at the respective short term time deposit rates. The bank balances are deposited with creditworthy banks with no recent history of default.

人民幣無法自由轉換為其他貨幣。然而，根據中國大陸針對外匯的現行規則及法規，本集團可通過獲授權開展外匯業務的銀行將人民幣兌換為其他貨幣。

銀行現金按基於每日銀行存款利率的浮動利率計息。短期定期存款視乎本集團之實時現金需要，其期限介乎三個月至一年期間不等，按其相應之短期定期存款利率計息。銀行結餘乃存放於聲譽卓著且近期並無違約紀錄的銀行內。

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### 15. ACCOUNTS PAYABLE

An aged analysis of the Group's accounts payable at the end of the reporting period, based on the invoice date, is as follows:

		<b>30 June</b>	31 December
		<b>2021</b>	2020
		<b>二零二一年</b>	二零二零年
		<b>六月三十日</b>	十二月三十一日
		<b>(Unaudited)</b>	(Audited)
		<b>(未經審核)</b>	(經審核)
		<b>RMB'000</b>	RMB'000
		<b>人民幣千元</b>	人民幣千元
Within 1 year	1年內	<b>28,443</b>	17,387
1 to 2 years	1至2年	<b>5,096</b>	26,663
More than 2 years	2年以上	<b>20,224</b>	657
		<b>53,763</b>	44,707

The accounts payable are non-interest-bearing and are normally settled on terms of 60 to 90 days.

### 15. 應付賬款

本集團的應付賬款於報告期間結束時基於發票日期作出的賬齡分析如下：

應付賬款不計息，並一般於為期60至90日內結算。

## 16. INTEREST-BEARING BANK BORROWINGS

Details of the Group's interest-bearing bank borrowings as at 30 June 2021 and 31 December 2020 are as follows:

## 16. 計息銀行借款

本集團於二零二一年六月三十日及二零二零年十二月三十一日的計息銀行借款的詳情如下：

		As at 30 June 2021 於二零二一年六月三十日		
		Effective contractual interest rate (%) 實際訂約利率 (%)	Maturity 到期日	RMB'000 (Unaudited) 人民幣千元 (未經審核)
Current	即期			
Bank loans – secured	銀行貸款 – 有抵押	3.500	2022 二零二二年	20,000
	– unsecured	3.850-5.000	2021-2022 二零二一年至二零二二年	135,000
				155,000
		As at 31 December 2020 於二零二零年十二月三十一日		
		Effective contractual interest rate (%) 實際訂約利率 (%)	Maturity 到期日	RMB'000 (Audited) 人民幣千元 (經審核)
Current	即期			
Bank loans – secured	銀行貸款 – 有抵押	3.500-4.350	2021 二零二一年	42,632
	– unsecured	3.850-5.220	2021 二零二一年	152,364
				194,996



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## 中期簡明綜合財務報表附註

二零二一年六月三十日 30 June 2021

### 16. INTEREST-BEARING BANK BORROWINGS (continued)

### 16. 計息銀行借款 (續)

	30 June 2021 二零二一年 六月三十日 (Unaudited) (未經審核) RMB'000 人民幣千元	31 December 2020 二零二零年 十二月三十一日 (Audited) (經審核) RMB'000 人民幣千元
Analysed into:		
Bank loans repayable:		
Within one year or on demand	155,000	194,996
	<b>155,000</b>	<b>194,996</b>

Notes:

附註：

(a) As at 31 December 2020, the Group's bank loans of

(a) 於二零二零年十二月三十一日，本集團的銀行貸款中

(i) RMB42,632,000 was secured by pledged deposits of US\$6,800,000 (equivalent to approximately RMB44,369,000) provided by a subsidiary of the Company, Wanka Holdings Limited;

(i) 人民幣42,632,000元由本公司附屬公司玩咖控股有限公司提供已抵押存款6,800,000美元(相當於約人民幣44,369,000元)擔保；

(ii) RMB5,000,000 was guaranteed by Mr. GAO Dinan ("Mr. Gao") (Mr. Gao is an executive director of the Company), and a subsidiary of the Company, Huanju Times Culture Media (Beijing) Co., Ltd.;

(ii) 人民幣5,000,000元由高弟男先生(「高先生」)(高先生為本公司執行董事)及本公司附屬公司歡聚時代文化傳媒(北京)有限公司提供擔保；

(iii) RMB10,000,000 was guaranteed by an independent third party, Beijing Haidian Tech-Enterprise Financing Guarantee Co. Ltd., which was counter guaranteed by Mr. Gao and a subsidiary of the Company, Huanju Times Culture Media (Beijing) Co., Ltd.;

(iii) 人民幣10,000,000元由獨立第三方北京海淀科技企業融資擔保有限公司提供擔保，由高先生及本公司附屬公司歡聚時代文化傳媒(北京)有限公司提供連帶責任保證及擔保；

(iv) RMB5,000,000 was guaranteed by Mr. Gao and an independent third party, Beijing Capital Financing Guarantee Co. Ltd., which was counter guaranteed by Mr. Gao, his spouse and a subsidiary of the Company, Huanju Times Culture Media (Beijing) Co., Ltd.;

(iv) 人民幣5,000,000元由高先生及獨立第三方北京首創融資擔保有限公司提供擔保，由高先生、其配偶及本公司附屬公司歡聚時代文化傳媒(北京)有限公司提供連帶責任保證及擔保；

## 16. INTEREST-BEARING BANK BORROWINGS (continued)

Notes: (continued)

(a) (continued)

- (v) RMB30,000,000 was guaranteed by Mr. Gao, his spouse and a subsidiary of the Company, Wanka Huanju Culture Media (Beijing) Co., Ltd.;
- (vi) RMB10,000,000 was guaranteed by Mr. Gao and a subsidiary of the Company, Wanka Huanju Culture Media (Beijing) Co., Ltd.;
- (vii) RMB15,000,000 was guaranteed by Mr. Gao;
- (viii) RMB60,000,000 was guaranteed by Mr. Gao, Mr. ZHENG Wei ("Mr. Zheng") (Mr. Zheng is a non-executive director of the Company) and the Company;
- (ix) RMB10,000,000 was guaranteed by Mr. Gao, a senior management member of the Company and their spouses; and
- (x) RMB5,000,000 was guaranteed by Mr. Gao and an independent third party, Beijing Zhongguancun Sci-tech Financing Guaranty Co., Ltd., which was counter guaranteed by Mr. Gao, Mr. Zheng and a subsidiary of the Company, Huanju Times Culture Media (Beijing) Co., Ltd.

## 16. 計息銀行借款(續)

附註：(續)

(a) (續)

- (v) 人民幣30,000,000元由高先生、其配偶及本公司附屬公司玩咖歡聚文化傳媒(北京)有限公司提供擔保；
- (vi) 人民幣10,000,000元由高先生及本公司附屬公司玩咖歡聚文化傳媒(北京)有限公司提供擔保；
- (vii) 人民幣15,000,000元由高先生提供擔保；
- (viii) 人民幣60,000,000元由高先生、鄭煒先生(「鄭先生」)(鄭先生為本公司非執行董事)及本公司提供擔保；
- (ix) 人民幣10,000,000元由高先生、本公司一名高級管理層成員及彼等配偶提供擔保；及
- (x) 人民幣5,000,000元由高先生及一名獨立第三方北京中關村科技融資擔保有限公司提供擔保，由高先生、鄭先生及本公司附屬公司歡聚時代文化傳媒(北京)有限公司提供連帶責任保證及擔保。

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## 中期簡明綜合財務報表附註

二零二一年六月三十日 30 June 2021

### 16. INTEREST-BEARING BANK BORROWINGS (continued)

Notes: (continued)

- (b) As at 30 June 2021, the Group's bank loans of
- (i) RMB20,000,000 was secured by pledged deposits of RMB20,000,000 provided by a subsidiary of the Company, Wanka Holdings Limited;
  - (ii) RMB5,000,000 was guaranteed by Mr. Gao and a subsidiary of the Company, Huanju Times Culture Media (Beijing) Co., Ltd.;
  - (iii) RMB12,000,000 was guaranteed by an independent third party, Beijing Haidian Tech-Enterprise Financing Guarantee Co. Ltd., which was counter guaranteed by Mr. Gao and a subsidiary of the Company, Huanju Times Culture Media (Beijing) Co., Ltd.;
  - (iv) RMB5,000,000 was guaranteed by Mr. Gao and an independent third party, Beijing Capital Financing Guarantee Co. Ltd., which was counter guaranteed by Mr. Gao, his spouse and a subsidiary of the Company, Huanju Times Culture Media (Beijing) Co., Ltd.;
  - (v) RMB20,000,000 was guaranteed by Mr. Gao and a subsidiary of the Company, Wanka Huanju Culture Media (Beijing) Co., Ltd.;
  - (vi) RMB15,000,000 was guaranteed by Mr. Gao;
  - (vii) RMB70,000,000 was guaranteed by Mr. Gao, Mr. Zheng and the Company; and
  - (viii) RMB5,000,000 was guaranteed by Mr. Gao and an independent third party, Beijing Zhongguancun Sci-tech Financing Guaranty Co., Ltd., which was counter guaranteed by Mr. Gao, Mr. Zheng and a subsidiary of the Company, Huanju Times Culture Media (Beijing) Co., Ltd.

### 16. 計息銀行借款 (續)

附註：(續)

- (b) 於二零二一年六月三十日，本集團的銀行貸款中
- (i) 人民幣20,000,000元由本公司附屬公司玩咖控股有限公司提供已抵押存款人民幣20,000,000元擔保；
  - (ii) 人民幣5,000,000元由高先生及本公司附屬公司歡聚時代文化傳媒(北京)有限公司提供擔保；
  - (iii) 人民幣12,000,000元由獨立第三方北京海淀科技企業融資擔保有限公司提供擔保，由高先生及本公司附屬公司歡聚時代文化傳媒(北京)有限公司提供連帶責任保證及擔保；
  - (iv) 人民幣5,000,000元由高先生及獨立第三方北京首創融資擔保有限公司提供擔保，由高先生、其配偶及本公司附屬公司歡聚時代文化傳媒(北京)有限公司提供連帶責任保證及擔保；
  - (v) 人民幣20,000,000元由高先生及本公司附屬公司玩咖歡聚文化傳媒(北京)有限公司提供擔保；
  - (vi) 人民幣15,000,000元由高先生提供擔保；
  - (vii) 人民幣70,000,000元由高先生、鄭先生及本公司提供擔保；及
  - (viii) 人民幣5,000,000元由高先生及一名獨立第三方北京中關村科技融資擔保有限公司提供擔保，由高先生、鄭先生及本公司附屬公司歡聚時代文化傳媒(北京)有限公司提供連帶責任保證及擔保。

## 17. SHARE CAPITAL

## 17. 股本

		Issued 已發行				
		Authorised number of shares 法定股份數目 '000 千股	Number of ordinary shares 普通股數目 '000 千股	Total par value of ordinary shares 普通股總面值 RMB 人民幣元	Number of treasury shares 庫存股數目 '000 千股	Total par value of treasury shares 庫存股總面值 RMB 人民幣元
At 31 December 2020 (audited)	於二零二零年 十二月三十一日 (經審核)	250,000,000	1,274,481	1,029	45,536	65
At 30 June 2021 (unaudited)	於二零二一年 六月三十日 (未經審核)	250,000,000	1,409,481	1,033	76,181	66

A summary of the movements in the Company's share capital was as follows:

本公司股本的變動概述如下：

		Number of ordinary shares in issue 已發行 普通股數目	Issued capital 已發行股本 (Unaudited) (未經審核) RMB'000 人民幣千元	Share premium 股份溢價 (Unaudited) (未經審核) RMB'000 人民幣千元	Total 總計 (Unaudited) (未經審核) RMB'000 人民幣千元
At 1 January 2020 (audited)	於二零二零年一月一日 (經審核)	1,210,716,350	1	1,543,850	1,543,851
Issue of new shares (note (a))	發行新股 (附註(a))	25,789,000	-*	43,366	43,366
Vested restricted share units transferred to employees (Note (c))	轉讓予僱員的已歸屬受 限制股份單位 (附註(c))	34,643,902	-*	46,118	46,118
At 30 June 2020 (unaudited)	於二零二零年六月三十日 (未經審核)	1,271,149,252	1	1,633,334	1,633,335
At 1 January 2021 (audited)	於二零二一年一月一日 (經審核)	1,274,481,117	1	1,642,834	1,642,835
Issue of new shares (note (b))	發行新股 (附註(b))	135,000,000	-*	156,635	156,635
At 30 June 2021 (unaudited)	於二零二一年六月三十日 (未經審核)	1,409,481,117 <sup>a</sup>	1	1,799,469	1,799,470

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### 17. SHARE CAPITAL (continued)

Notes:

- (a) On 7 January 2020, the Company and Xin Point Holdings Limited (the “Subscriber”), a Cayman Island company listed on the Main Board of the Stock Exchanges entered to a subscription agreement, pursuant to which, the Company has conditionally agreed to allot and issue, and the Subscriber has conditionally agreed to subscribe for, 25,789,000 ordinary shares of the Company at HK\$1.90 per share (the “Subscription”). The Subscription was completed on 20 January 2020. The net proceeds after deducting the expenses incurred in the Subscription, amounted to approximately HK\$48,999,000 (equivalent to approximately RMB43,366,000). For further details of the Subscription, please refer to the related announcements of the Company dated 7 January 2020 and 20 January 2020.
- (b) On 1 March 2021, the Company completed the placing of 135,000,000 new ordinary shares in the share capital of the Company with a par value of US\$0.0000002 (the “Share(s)”) at the placing price of HK\$1.45 per Share (the “Placing”). For further details of the Placing, please refer to the related announcements of the Company dated 21 February 2021 and 1 March 2021.
- (c) Certain employees of the Group exercised vested restricted share units during the six months ended 30 June 2020. 34,643,902 issued shares underlying the restricted share units exercised were transferred to such employees which the Company had allotted and issued to the trustee as fully paid up shares.
- \* The amount is less than RMB1,000.
- & Excluding 24,524,233 and 51,658,000 shares held by Wanka Alliance Limited and Wanka Legend Limited, respectively, as at 30 June 2021.

### 17. 股本 (續)

附註：

- (a) 於二零二零年一月七日，本公司與信邦控股有限公司（「認購人」，一家於聯交所主板上市的開曼群島公司）訂立認購協議，據此本公司有條件同意配發及發行而認購人有條件同意認購本公司25,789,000股普通股，認購價為每股股份1.90港元（「認購事項」）。認購事項於二零二零年一月二十日完成。經扣除認購事項所產生的開支後，所得款項淨額約為48,999,000港元（相等於約人民幣43,366,000元）。有關認購事項的進一步詳情，請參閱本公司日期為二零二零年一月七日及二零二零年一月二十日的相關公告。
- (b) 於二零二一年三月一日，本公司完成配售本公司股本中面值0.0000002美元的135,000,000股新普通股（「股份」），配售價為每股股份1.45港元（「配售事項」）。有關配售事項的進一步詳情，請參閱本公司日期為二零二一年二月二十一日及二零二一年三月一日的相關公告。
- (c) 截至二零二零年六月三十日止六個月，本集團若干僱員行使已歸屬之受限制股份單位。已行使的受限制股份單位涉及的34,643,902股已發行股份已轉讓予本公司向受託人配發及發行並列作繳足股份的該等僱員。
- \* 金額不足人民幣1,000元。
- & 不包括Wanka Alliance Limited及Wanka Legend Limited於二零二一年六月三十日分別持有的24,524,233股及51,658,000股股份。

## 18. SHARE-BASED PAYMENTS

### 2016 Share Incentive Scheme

The Group adopted the share incentive plan on 31 March 2016 (“2016 Share Incentive Scheme”), under which employees render service as consideration for equity instruments (restricted share units (“RSU(s)”) and options) of the Company.

The Company operates the 2016 Share Incentive Scheme for the purpose of providing incentives and rewards to eligible participants. Eligible participants of the 2016 Share Incentive Scheme include the Company’s directors and certain employees of the Group. The 2016 Share Incentive Scheme became effective on 31 March 2016 and, unless otherwise cancelled or amended, will remain in force for 10 years from that date. On 24 May 2018, the 2016 Share Incentive Scheme was amended and a restricted share plan was made effect and such restricted share plan became effective from the date when the 2016 Share Incentive Scheme was adopted, that is 31 March 2016 and, unless otherwise cancelled or amended, will remain in force for 10 years from that date.

As at 30 June 2021, 22,112,481 (31 December 2020: 21,162,049) RSUs were vested and exercisable under the 2016 Share Incentive Scheme.

The fair value of the services received in exchange for the grant of the equity instruments (RSUs) is recognised as an expense on the consolidated statement of profit or loss with an increase in equity.

The Company has reserved 62,500,000 shares under the 2016 Share Incentive Scheme and had 24,523,473 RSUs outstanding as at 30 June 2021 under the 2016 Share Incentive Scheme. The exercise in full of the outstanding RSUs would, under the present capital structure of the Company, result in a transfer of 24,523,473 ordinary shares of the Company from Wanka Alliance Limited to the employees of the Group.

## 18. 以股份為基礎的付款

### 二零一六年股份獎勵計劃

本集團於二零一六年三月三十一日採納股份獎勵計劃（「二零一六年股份獎勵計劃」），據此，僱員作為獲取本公司權益工具（受限制股份單位（「受限制股份單位」）及購股權）的代價而提供服務。

本公司運作二零一六年股份獎勵計劃，旨在向合資格參與者提供激勵及獎勵。二零一六年股份獎勵計劃的合資格參與者包括本公司的董事及本集團的若干僱員。二零一六年股份獎勵計劃於二零一六年三月三十一日生效，且除非另外取消或修訂，否則將自該日期起持續十年有效。於二零一八年五月二十四日，二零一六年股份獎勵計劃經修訂並進行一項受限制股份計劃，該受限制股份計劃自二零一六年股份獎勵計劃獲採納之日（即二零一六年三月三十一日）起生效，除非另外取消或修訂，否則將自該日期起持續十年有效。

於二零二一年六月三十日，根據二零一六年股份獎勵計劃，22,112,481（二零二零年十二月三十一日：21,162,049）個受限制股份單位已獲歸屬並可行使。

為授出權益工具（受限制股份單位）而接受的服務的公平值於綜合損益表內確認為開支，增加部分於權益內確認。

本公司在二零一六年股份獎勵計劃下儲備62,500,000股股份，於二零二一年六月三十日，在二零一六年股份獎勵計劃下擁有24,523,473個尚未行使的受限制股份單位。悉數行使尚未行使的受限制股份單位（就本公司的現有資本架構而言）將致使本公司24,523,473股普通股由Wanka Alliance Limited轉讓予本集團僱員。

### 18. SHARE-BASED PAYMENTS (continued)

#### 2019 Share Incentive Scheme

On 29 August 2019, the Company adopted a new RSU scheme to incentivise directors, senior management and employees of the Group for their contribution to the Group, and to attract, motivate and retain skilled and experienced personnel to strive for the future development and expansion of the Group by providing them with the opportunity to own equity interests of the Company. (the “2019 Share Incentive Scheme”).

Subject to early termination by the board of the Company, the 2019 Share Incentive Scheme shall be valid and effective for 10 years from 29 August 2019. The board of the Company can determine the vesting criteria, conditions and the schedule when the RSUs will vest.

As at 30 June 2021, no (31 December 2020: Nil) RSUs were vested and exercisable under the 2019 Share Incentive Scheme.

The fair value of the services received in exchange for the grant of the equity instruments (RSUs) is recognised as an expense on the consolidated statement of profit or loss with an increase in equity.

The Company has reserved 51,658,000 shares under the 2019 Share Incentive Scheme and had 51,658,000 RSUs outstanding as at 30 June 2021 under the 2019 Share Incentive Scheme. The exercise in full of the outstanding RSUs would, under the present capital structure of the Company, result in a transfer of 51,658,000 ordinary shares of the Company from Wanka Legend Limited to the employees of the Group.

### 18. 以股份為基礎的付款 (續)

#### 二零一九年股份獎勵計劃

於二零一九年八月二十九日，本公司採納新的受限制股份單位計劃，透過向本集團董事、高級管理層及僱員提供擁有本公司股權的機會，獎勵彼等為本集團作出的貢獻，吸引、激勵及挽留技術熟練與經驗豐富的人員為本集團的未來發展及擴張而努力（「二零一九年股份獎勵計劃」）。

除非本公司董事會提前終止，否則二零一九年股份獎勵計劃將自二零一九年八月二十九日起計十年期間有效。本公司董事會可決定受限制股份單位的歸屬標準、條件及時間表。

於二零二一年六月三十日，概無（二零二零年十二月三十一日：無）根據二零一九年股份獎勵計劃授出受限制股份單位已獲歸屬並可行使。

為授出權益工具（受限制股份單位）而接受的服務的公平值於綜合損益表內確認為開支，增加部分於權益內確認。

本公司在二零一九年股份獎勵計劃下儲備51,658,000股股份，於二零二一年六月三十日，在二零一九年股份獎勵計劃下擁有51,658,000個尚未行使的受限制股份單位。悉數行使尚未行使的受限制股份單位（就本公司的現有資本架構而言）將致使本公司51,658,000股普通股由Wanka Legend Limited轉讓予本集團僱員。

## 18. SHARE-BASED PAYMENTS (continued)

### Post-IPO Share Option Scheme

On 3 November 2018, the Company adopted the post-IPO share option scheme to attract, retain and motivate employees, directors and other participants, and to provide a means of compensating them through the grant of options for their contribution to the growth and profits of the Group, and to allow such employees, directors and other persons to participate in the growth and profitability of the Group (the "Post-IPO Share Option Scheme").

The Post-IPO Share Option Scheme will remain in force for a period of 10 years from 3 November 2018 and the options granted have a 10-year exercise period. The options may be vested over such period(s) as determined by the board of the Company in its absolute discretion subject to compliance with the requirements under any applicable laws, regulations or rules.

No share options have been granted or agreed to be granted under the Post-IPO Share Option Scheme during the six months ended 30 June 2021 (six months ended 30 June 2020: Nil).

## 19. CONTINGENT LIABILITIES

At the end of the reporting period, the Group did not have any significant contingent liabilities (31 December 2020: Nil).

## 20. PLEDGE OF ASSETS

Details of the Group's assets pledged for the Group's bank loans are included in notes 14 and 16 to the financial statements.

## 21. CAPITAL COMMITMENTS

At the end of the reporting period, the Group did not have any significant capital commitments (31 December 2020: Nil).

## 18. 以股份為基礎的付款(續)

### 首次公開發售後購股權計劃

於二零一八年十一月三日，本公司採納首次公開發售後購股權計劃（「首次公開發售後購股權計劃」），以吸引、挽留及激勵僱員、董事及其他參與者，並透過授出購股權酬謝彼等對本集團發展及溢利所作出的貢獻，以及令該等僱員、董事及其他人士參與本集團發展及盈利。

首次公開發售後購股權計劃將於二零一八年十一月三日起計十年內有效，及已授出購股權行使期為十年。購股權可於本公司董事會全權酌情釐定的期間歸屬，惟須遵守任何適用法律、規例或法規的規定。

截至二零二一年六月三十日止六個月，概無根據首次公開發售後購股權計劃授出或同意授出購股權（截至二零二零年六月三十日止六個月：無）。

## 19. 或然負債

於報告期末，本集團並無任何重大或然負債（二零二零年十二月三十一日：無）。

## 20. 資產抵押

本集團就本集團銀行貸款抵押的資產詳情載於財務報表附註14及16。

## 21. 資本承擔

於報告期末，本集團並無任何重大資本承擔（二零二零年十二月三十一日：無）。



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### 22. RELATED PARTY TRANSACTIONS

- (a) There were no related party transactions during the six months ended 30 June 2021 and 2020 except the details stated below.

As disclosed in note 16 to the financial statements, during the six months ended 30 June 2021, the Group's bank loans of (i) RMB75,000,000 were guaranteed by Mr. Gao and Mr. Zheng (six months ended 30 June 2020: RMB60,000,000); (ii) RMB52,000,000 were guaranteed by Mr. Gao (six months ended 30 June 2020: RMB20,000,000); and (iii) RMB5,000,000 were guaranteed by Mr. Gao and his spouse (six months ended 30 June 2020: RMB40,000,000).

During the six months ended 30 June 2020, the Group's bank loans of RMB10,000,000 were guaranteed by a senior management member of the Company and his spouse.

- (b) Compensation of key management personnel of the Group

### 22. 關聯方交易

- (a) 除下文載述詳情外，於截至二零二一年及二零二零年六月三十日止六個月並無關聯方交易。

誠如財務報表附註16所披露，截至二零二一年六月三十日止六個月，本集團的銀行貸款(i)人民幣75,000,000元由高先生及鄭先生擔保(截至二零二零年六月三十日止六個月：人民幣60,000,000元)；(ii)人民幣52,000,000元由高先生擔保(截至二零二零年六月三十日止六個月：人民幣20,000,000元)；及(iii)人民幣5,000,000元由高先生及其配偶擔保(截至二零二零年六月三十日止六個月：人民幣40,000,000元)。

截至二零二零年六月三十日止六個月，本集團的銀行貸款人民幣10,000,000元由本公司高級管理層成員及其配偶擔保。

- (b) 本集團主要管理人員的薪酬

		For the six months ended 30 June 截至六月三十日止六個月	
		2021 二零二一年 (Unaudited) (未經審核) RMB'000 人民幣千元	2020 二零二零年 (Unaudited) (未經審核) RMB'000 人民幣千元
Short-term employee benefits	短期僱員福利	3,750	3,433
Equity-settled share option expenses	以權益結算的購股權開支	-	376
Pension scheme contributions	退休金計劃供款	153	23
<b>Total compensation paid to key management personnel</b>	<b>向主要管理人員支付的薪酬總額</b>	<b>3,903</b>	<b>3,832</b>

## 23. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS

The carrying amounts and fair values of the Group's financial instruments not measured at fair value at the end of the reporting period, other than those with carrying amounts that reasonably approximate to fair values largely due to the short term maturities of these instruments, are as follows:

### Financial liabilities

	Carrying amounts 賬面值		
	30 June 2021 二零二一年 六月三十日 (Unaudited) (未經審核) RMB'000 人民幣千元	31 December 2020 二零二零年 十二月三十一日 (Audited) (經審核) RMB'000 人民幣千元	
Financial liabilities included in other payables – current portion	計入其他應付款項的 金融負債 — 即期部分	500	500
		500	500

	Fair values 公平值		
	30 June 2021 二零二一年 六月三十日 (Unaudited) (未經審核) RMB'000 人民幣千元	31 December 2020 二零二零年 十二月三十一日 (Audited) (經審核) RMB'000 人民幣千元	
Financial liabilities included in other payables – current portion	計入其他應付款項的 金融負債 — 即期部分	500	500
		500	500

## 23. 金融工具的公平值及公平值層級

本集團並非按報告期末之公平值計量的金融工具(因到期期限較短而賬面值與公平值合理相若的工具除外)的賬面值及公平值如下：

### 金融負債

	Carrying amounts 賬面值		
	30 June 2021 二零二一年 六月三十日 (Unaudited) (未經審核) RMB'000 人民幣千元	31 December 2020 二零二零年 十二月三十一日 (Audited) (經審核) RMB'000 人民幣千元	
Financial liabilities included in other payables – current portion	計入其他應付款項的 金融負債 — 即期部分	500	500
		500	500

	Fair values 公平值		
	30 June 2021 二零二一年 六月三十日 (Unaudited) (未經審核) RMB'000 人民幣千元	31 December 2020 二零二零年 十二月三十一日 (Audited) (經審核) RMB'000 人民幣千元	
Financial liabilities included in other payables – current portion	計入其他應付款項的 金融負債 — 即期部分	500	500
		500	500

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### 23. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS (continued)

Management has assessed that the fair values of pledged deposits, cash and cash equivalents, accounts receivable, accounts payable, financial assets included in prepayments, other receivables and other assets, financial liabilities included in other payables and accruals and interest-bearing bank borrowings approximate to their carrying amounts largely due to the short term maturities of these instruments.

The Group's finance department is responsible for determining the policies and procedures for the fair value measurement of financial instruments. At each reporting date, the finance department analyses the movements in the values of financial instruments and determines the major inputs applied in the valuation. The valuation is reviewed and approved by the chief financial officer.

The fair values of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair values:

The fair values of the non-current portion of financial liabilities included in other payables have been calculated by discounting the expected future cash flows using rates currently available for instruments with similar terms, credit risk and remaining maturities (level 2).

There were no assets and liabilities measured at fair value as at 30 June 2021 and 31 December 2020.

### 24. APPROVAL OF THE UNAUDITED INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION

The unaudited interim condensed consolidated financial information was approved and authorised for issue by the board of directors on 27 August 2021.

### 23. 金融工具的公平值及公平值層級 (續)

管理層在評估後認為，已抵押存款、現金及現金等價物、應收賬款、應付賬款、計入預付款項、其他應收款項及其他資產的金融資產、計入其他應付款項及應計費用的金融負債及計息銀行借款的公平值主要因該等工具的到期期限較短而與其賬面值相若。

本集團的財務部門負責制定金融工具公平值計量的政策及程序。於各報告日期，財務部門均會分析金融工具的價值變動，並確定估值時所用的重大輸入數據。估值已經首席財務官審閱及批准。

金融資產及負債的公平值按自願雙方當前交易（強制或清算銷售除外）中該工具可換取的金額入賬。

估計公平值時已採用下列方法及假設：

計入其他應付款項的金融負債的非即期部分的公平值乃通過使用具有類似條款、信貸風險及剩餘期限的工具（第二層級）目前適用的比率貼現預期未來現金流量而計算得出。

於二零二一年六月三十日及二零二零年十二月三十一日，並無以公平值計量的資產及負債。

### 24. 批准未經審核中期簡明綜合財務資料

於二零二一年八月二十七日，董事會已批准並授權刊發未經審核中期簡明綜合財務資料。

“AI” 「人工智能」	指	artificial intelligence 人工智能
“Audit Committee” 「審核委員會」	指	the audit committee of the Company 本公司審核委員會
“Auditor” 「核數師」	指	BDO Limited, the auditor of the Company 本公司核數師香港立信德豪會計師事務所有限公司
“Board” or “Board of Directors” 「董事會」	指	the board of directors of our Company 本公司董事會
“Beijing JinChi” 「北京金池」	指	Beijing Jinchi Guangxin Technology Co., Ltd. (北京金池廣信科技股份有限公司), a company incorporated under the laws of the PRC with limited liability on 13 May 2009, which holds 49% of the equity interests in Shanghai ChiLe 北京金池廣信科技股份有限公司，一家於二零零九年五月十三日根據中國法律註冊成立的有限公司，持有上海池樂49%股權
“CG Code” 「企業管治守則」	指	the Corporate Governance Code set out in Appendix 14 to the Listing Rules 上市規則附錄十四所載的企業管治守則
“China” or “PRC” 「中國」	指	the People’s Republic of China and, except where the context requires and only for the purpose of this interim report, references in this interim report to the PRC or China do not include Taiwan, Hong Kong or Macau 中華人民共和國，除文義另有所指及僅就本中期報告而言，本中期報告內所指的中國並不包括台灣、香港或澳門
“Company”, “our Company”, “the Company” 「本公司」	指	Wanka Online Inc. (萬咖壹聯有限公司*), an exempted company with limited liability incorporated under the laws of the Cayman Islands on 7 November 2014 and the Shares of which are listed on the Main Board of the Stock Exchange (stock code: 1762) Wanka Online Inc.(萬咖壹聯有限公司*)，一家於二零一四年十一月七日根據開曼群島法律註冊成立的獲豁免有限公司，其股份於聯交所主板上市(股份代號：1762)
“Consolidated Affiliated Entities” 「合併聯屬實體」	指	the entity we control through the Contractual Arrangements, namely Shanghai ChiLe and Huanju Times, and their respective subsidiaries 我們透過合約安排控制的實體，即上海池樂及歡聚時代，及其各自的附屬公司
“Contractual Arrangements” 「合約安排」	指	the series of contractual arrangements entered into by, among others Shanghai ChiLe and Huanju Times, our Consolidated Affiliated Entities and its shareholders, details of which are described in the section headed “Report of the Directors – Connected Transactions – Contractual Arrangements” of the 2020 annual report of the Company 由(其中包括)上海池樂及歡聚時代(我們的合併聯屬實體)與其股東訂立的一系列合約安排，有關詳情載述於本公司二零二零年年報「董事會報告－關連交易－合約安排」一節

# DEFINITIONS

## 釋義

<b>“Controlling Shareholders”</b>		has the meaning ascribed to it under the Listing Rules and, in the context of this interim report, refers to Mr. Gao, Mr. ZHENG Wei, Wanka Media Limited and Countryside Tech Inc.
「控股股東」	指	具有上市規則賦予該詞的涵義及，於本中期報告，乃指高先生、鄭煒先生、Wanka Media Limited及Countryside Tech Inc.
<b>“DAPG”</b>		Data AI Platform Group, our proprietary platform powered by artificial intelligence technology
「DAPG」	指	數據人工智能平台聚合器，為我們以人工智能科技驅動的專有平台
<b>“Director(s)”</b>		the director(s) of our Company
「董事」	指	本公司董事
<b>“Global Offering”</b>		the Hong Kong public offering and the international offering of shares in connection with the IPO
「全球發售」	指	與首次公開發售相關的香港公開發售及國際發售股份
<b>“Group”, “our Group”, “the Group”, “we”, “us”, or “our”</b>		the Company, its subsidiaries and the Consolidated Affiliated Entities (the financial results of which have been consolidated and accounted for as a subsidiary of our Company by virtue of the Contractual Arrangements) from time to time
「本集團」或「我們」	指	本公司、其不時之附屬公司及合併聯屬實體（其財務業績已因合約安排綜合入賬列作本公司附屬公司）
<b>“Hong Kong”</b>		the Hong Kong Special Administrative Region of the PRC
「香港」	指	中國香港特別行政區
<b>“Hong Kong dollars” or “HK dollars” or “HK\$”</b>		Hong Kong dollars, the lawful currency of Hong Kong
「港元」	指	港元，香港法定貨幣
<b>“Hong Kong Public Offer Shares”</b>		the 7,639,000 Shares initially being offered for subscription in the Hong Kong Public Offering
「香港公開發售股份」	指	香港公開發售初步提呈以供認購的7,639,000股股份
<b>“Hong Kong Public Offering”</b>		the offer of the Hong Kong Public Offer Shares for subscription by the public in Hong Kong
「香港公開發售」	指	提呈香港公開發售股份以供香港公眾人士認購
<b>“HKFRS”</b>		Hong Kong Financial Reporting Standards
「香港財務報告準則」	指	香港財務報告準則

<b>“Huanju Times”</b>		Huanju Shidai Culture Media (Beijing) Co., Ltd. (歡聚時代文化傳媒(北京)有限公司), a company established in the PRC on March 7, 2014, owned by Mr. Gao and Mr. ZHENG Wei as to 72% and 28% of its share capital, respectively
「歡聚時代」	指	歡聚時代文化傳媒(北京)有限公司，一家於二零一四年三月七日在中國成立的公司，高先生及鄭煒先生分別擁有其72%及28%股本
<b>“International Offer Shares”</b>		the 68,751,000 Shares initially being offered by the Company in the International Offering
「國際發售股份」	指	本公司於國際發售初步提呈的68,751,000股股份
<b>“International Offering”</b>		the offer of the International Offer Shares outside the United States in offshore transactions in accordance with Regulation S and in the United States to qualified institutional buyers only in reliance on Rule 144A or any other available exemption from registration under the U.S. Securities Act
「國際發售」	指	依據S規例以離岸交易方式在美國境外，及僅依據第144A條或美國《證券法》的任何其他適用豁免登記規定在美國境內向合資格機構買家提呈發售國際發售股份
<b>“Listing”</b>		the listing of the Shares on the Main Board of the Stock Exchange
「上市」	指	股份於聯交所主板上市
<b>“Listing Rules”</b>		the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (as amended from time to time)
「上市規則」	指	香港聯合交易所有限公司《證券上市規則》(經不時修訂)
<b>“Main Board”</b>		the stock exchange (excluding the option market) operated by the Stock Exchange which is independent from and operates in parallel with the Growth Enterprise Market of the Stock Exchange
「主板」	指	聯交所運營的證券交易所(不包括期權市場)，獨立於聯交所GEM並與其並行運作
<b>“MHA”</b>		Mobile Hardcore Alliance, a network of eight Android smartphone manufacturers in China, namely Huawei, OPPO, vivo, Coolpad, Gionee, Lenovo, Meizu and Nubia
「硬核聯盟」	指	硬核聯盟，為中國八家安卓智能手機製造商組成的網絡，即華為、OPPO、vivo、酷派、金立、聯想、魅族及努比亞
<b>“Model Code”</b>		the Model Code for Securities Transactions by Directors of Listed Issuers set out in Appendix 10 to the Listing Rules
「標準守則」	指	上市規則附錄十所載《上市發行人董事進行證券交易的標準守則》

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## 釋義

<b>“Mr. Gao”</b>		Mr. GAO Dinan (高弟男), our chairman of the Board, executive Director, chief executive officer and one of our Controlling shareholders
「高先生」	指	高弟男先生，我們的董事會主席、執行董事、首席執行官及我們的其中一名控股股東
<b>“Post-IPO Share Option Scheme”</b>		the share option scheme adopted by our Company on 3 November 2018, the principal terms of which are set out in the section headed “Report of the Directors – Post-IPO Share Option Scheme” of the 2020 annual report of the Company
「首次公開發售後購股權計劃」	指	本公司於二零一八年十一月三日採納的購股權計劃，其主要條款載述於本公司二零二零年年報「董事會報告－首次公開發售後購股權計劃」一節
<b>“Prospectus”</b>		the prospectus of the Company dated 11 December 2018 relating to its initial public offering
「招股章程」	指	本公司日期為二零一八年十二月十一日有關其首次公開發售的招股章程
<b>“QAA”</b>		Quick App Alliance, a network of ten major Android smartphone manufacturers and two business giants, namely vivo, Huawei, OPPO, Xiaomi, Lenovo, Gionee, Meizu, ZTE, Nubia, OnePlus, Hisense and China Mobile
「快應用聯盟」	指	快應用聯盟，為十大安卓智能手機製造商及兩家商業巨頭組成的網絡，即 vivo、華為、OPPO、小米、聯想、金立、魅族、中興、努比亞、一加、海信及中國移動
<b>“Quick App(s)”</b>		mobile apps that allow instant usage without having to visit any app store or download anything, and are easier to develop than traditional mobile apps
「快應用」	指	允許即時使用的移動應用程序，無需訪問任何應用商店或下載任何內容，且較傳統移動應用程序更易於開發
<b>“Regulation S”</b>		Regulation S under the U.S. Securities Act
「S規例」	指	美國證券法項下的S規例
<b>“Reporting Period”</b>		the six months ended 30 June 2021
「報告期」	指	截至二零二一年六月三十日止六個月
<b>“RMB”</b>		Renminbi, the lawful currency of PRC
「人民幣」	指	人民幣，中國法定貨幣
<b>“RSU(s)”</b>		restricted share units granted pursuant to the 2016 Share Incentive Scheme and the 2019 Share Incentive Scheme
「受限制股份單位」	指	根據二零一六年股份獎勵計劃及二零一九年股份獎勵計劃授出的受限制股份單位

“Rule 144A” 「第144A條」	指	Rule 144A under the U.S. Securities Act 美國證券法項下的第144A條
“SFO” 「證券及期貨條例」	指	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time 香港法例第571章《證券及期貨條例》(經不時修訂、補充或以其他方式修改)
“Shanghai ChiLe” 「上海池樂」	指	Shanghai Chile Information Technology Co., Ltd. (上海池樂信息科技有限公司), a company incorporated under the laws of the PRC with limited liability on 18 June 2014, owned by Mr. Gao and Beijing JinChi as to 51.0% and 49.0% of its share capital, respectively 上海池樂信息科技有限公司，一家於二零一四年六月十八日根據中國法律註冊成立的有限公司，由高先生及北京金池分別擁有其51.0%及49.0%股本
“Share(s)” 「股份」	指	ordinary share(s) in the share capital of our Company with a par value of US\$0.0000002 each 本公司股本中每股面值0.0000002美元的普通股
“Shareholder(s)” 「股東」	指	holder(s) of Share(s) 股份持有人
“Stock Exchange” 「聯交所」	指	The Stock Exchange of Hong Kong Limited 香港聯合交易所有限公司
“subsidiary(ies)” 「附屬公司」	指	has the meaning ascribed to it under the Listing Rules 具有上市規則賦予該詞的涵義
“substantial shareholder” 「主要股東」	指	has the meaning ascribed to it under the Listing Rules 具有上市規則賦予該詞的涵義
“United States”, “U.S.” or “US” 「美國」	指	the United States of America, its territories, its possessions and all areas subject to its jurisdiction 美利堅合眾國，其領土、屬地及受其司法管轄的所有地區
“US\$” 「美元」	指	United States dollars, the lawful currency of the United States 美元，美國法定貨幣
“%” 「%」	指	per centum 百分比



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### 釋義

<b>“2016 Share Incentive Scheme”</b>		the share incentive scheme adopted by the Company on 6 January 2016 which was amended, restated and replaced in its entirety by a restricted share unit scheme on 24 May 2018, the principal terms of which are set out in the section headed “Report of the Directors – 2016 Share Incentive Scheme” of the 2020 annual report of the Company
「二零一六年股份獎勵計劃」	指	本公司於二零一六年一月六日採納的股份獎勵計劃，於二零一八年五月二十四日以受限制股份單位計劃全面修訂、重列及替換，其主要條款載述於本公司二零二零年年報「董事會報告－二零一六年股份獎勵計劃」一節
<b>“2019 Share Incentive Scheme”</b>		the share incentive scheme adopted by the Company on 29 August 2019, the principal terms of which are set out in the section headed “Report of the Directors – 2019 Share Incentive Scheme” of the 2020 annual report of the Company
「二零一九年股份獎勵計劃」	指	本公司於二零一九年八月二十九日採納的股份獎勵計劃，其主要條款載述於本公司二零二零年年報「董事會報告－二零一九年股份獎勵計劃」一節

\* for identification purposes only

\* 僅供識別

*The English names of the PRC entities, PRC laws or regulations, and the PRC governmental authorities referred to in this interim report are translations from their Chinese names and are for identification purposes. If there is any inconsistency, the Chinese names shall prevail.*

本中期報告所載中國實體、中國法律或法規以及中國政府機關的英文譯名均譯自中文名稱，以供識別。如有歧義，概以中文名稱為準。

*Certain amounts and percentage figures included in this interim report have been subject to rounding adjustments. Accordingly, figures shown as totals in certain tables may not be an arithmetic aggregation of the figures preceding them and figures rounded to the nearest thousand, million or billion may not be identical to figures that have been rounded differently to them.*

本中期報告所載若干金額及百分比數字已約整。因此，若干表格所列總數未必等於其上數額的算術總和，約整至最接近千、百萬或十億的數字未必與按不同方式約整的數字相等。

## 致謝

本人僅代表董事會，對本集團的管理團隊和全體員工所作出的辛勤工作與不懈努力。董事會亦感謝與我們攜手共行的合作夥伴、股東及利益相關者對我們的信賴和支持。我們將繼續聚焦我們的技術研發，提升我們的投放水平和創新能力，為安卓生態參與者和智能物聯網參與者提供更優質、更多元化的服務。

承董事會命  
萬咖壹聯有限公司\*  
董事長  
高弟男

香港，2021年8月27日

於本公告日期，本公司董事會由以下成員組成，執行董事高弟男先生、周豔女士及聶鑫先生；非執行董事鄭煒先生及宋春雨先生；及獨立非執行董事陳寶國先生、梁戰平先生及趙學梅女士。

\* 僅供識別