

Quantum Thinking Limited

量子思維有限公司

(Incorporated in the Cayman Islands with limited liability)

(於開曼群島註冊成立之有限公司)

Stock code 股份代號 : 8050



2020/21

INTERIM REPORT
中期報告

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

GEM has been positioned as a market designed to accommodate small and mid-sized companies to which a higher investment risk may be attached than other companies listed on the Stock Exchange. Prospective investors should be aware of the potential risks of investing in such companies and should make the decision to invest only after due and careful consideration.

Given that the companies listed on GEM are generally small and mid-sized companies, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities traded on the Main Board and no assurance is given that there will be a liquid market in the securities traded on GEM.

香港聯合交易所有限公司(「聯交所」) GEM 的特色

GEM 的定位，乃為中小型公司提供一個上市的市場，此等公司相比起其他在主板上市的公司帶有較高投資風險。有意投資的人士應了解投資於該等公司的潛在風險，並應經過審慎周詳的考慮後方作出投資決定。

由於 GEM 上市公司普遍為中小型公司，在 GEM 買賣的證券可能會較於主板買賣之證券承受較大的市場波動風險，同時無法保證在 GEM 買賣的證券會有高流通量的市場。

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This report, for which the directors (the “Directors”) of Quantum Thinking Limited (the “Company”) collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the “GEM Listing Rules”) for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this report is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this report misleading.

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本報告之資料乃遵照聯交所 GEM 證券上市規則(「GEM 上市規則」)而刊載，旨在提供有關量子思維有限公司(「本公司」)資料。本公司各董事(「董事」)願就本報告的資料共同及個別承擔全部責任。董事經作出一切合理查詢後，確認就彼等所深知及確信，本報告所載資料在各重大方面均屬準確及完整，並無誤導或欺詐成分，且並無遺漏任何其他事項，足以致令本報告或其所載任何陳述產生誤導。

The board (the “Board”) of Directors hereby presents the unaudited consolidated results of the Company and its subsidiaries (collectively referred to as the “Group”) for the six months ended 30 September 2020 together with the comparative figures for the corresponding period in 2019 as follows:

董事會(「董事會」)謹此呈列本公司及其附屬公司(統稱「本集團」)截至二零二零年九月三十日止六個月的未經審核綜合業績，連同二零一九年同期的比較數字如下：

Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income

簡明綜合損益及其他全面收益表

For the three and six months ended 30 September 2020

截至二零二零年九月三十日止三個月及六個月

		Three months ended 30 September 截至九月三十日止三個月		Six months ended 30 September 截至九月三十日止六個月	
		2020 二零二零年 HK\$'000 千港元 (unaudited) (未經審核)	2019 二零一九年 HK\$'000 千港元 (unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (unaudited) (未經審核)	2019 二零一九年 HK\$'000 千港元 (unaudited) (未經審核)
	Note 附註				
Revenue	收益	4	10,180	4,531	6,034
Cost of sales and services	銷售及服務成本		(9,236)	(4,201)	(5,619)
Gross profit	毛利		944	330	415
Other income	其他收入	5	1,294	271	923
Gain on disposal of subsidiaries	出售附屬公司收益	15	52,781	-	-
Distribution costs	分銷成本		-	(976)	(2,530)
Administrative expenses	行政開支		(6,934)	(8,524)	(17,384)
Impairment loss on amount due from former fellow subsidiaries	應收前同系附屬公司款項的減值虧損		(18,765)	-	-
Finance costs	融資成本		(73)	(34)	(133)
Profit/(loss) before income tax	除所得稅前溢利/(虧損)		29,247	(8,933)	(18,709)
Income tax expense	所得稅開支	6	-	(3)	172
Profit/(loss) for the period	期內溢利/(虧損)	7	29,247	(8,936)	(18,537)
Other comprehensive income	其他全面收益				
<i>Items that may be reclassified subsequently to profit or loss</i>	<i>其後可重新分類至損益的項目</i>				
Exchange differences arising on translation of financial statements from functional currency to presentation currency	財務報表由功能貨幣換算為呈列貨幣所產生的匯兌差額		(172)	14	220
Other comprehensive income for the period, net of tax	期內其他全面收益(扣除稅項)		(172)	14	220

Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income (Continued)

簡明綜合損益及其他全面收益表(續)

For the three and six months ended 30 September 2020

截至二零二零年九月三十日止三個月及六個月

	Note 附註	Three months ended 30 September 截至九月三十日止三個月		Six months ended 30 September 截至九月三十日止六個月	
		2020 二零二零年 HK\$'000 千港元 (unaudited) (未經審核)	2019 二零一九年 HK\$'000 千港元 (unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (unaudited) (未經審核)	2019 二零一九年 HK\$'000 千港元 (unaudited) (未經審核)
Total comprehensive income/ (expense) for the period, net of tax	期內全面收益/(開支)總額(扣除稅項)	29,075	(8,922)	24,109	(18,317)
Profit/(loss) for the period attributable to:	以下人士應佔期內溢利/(虧損):				
Owners of the Company	本公司擁有人	29,768	(7,153)	25,572	(14,854)
Non-controlling interests	非控股權益	(521)	(1,783)	(1,221)	(3,683)
		29,247	(8,936)	24,351	(18,537)
Total comprehensive income/ (expense) for the period attributable to:	以下人士應佔期內全面收益/(開支)總額:				
Owners of the Company	本公司擁有人	30,087	(7,780)	25,890	(15,782)
Non-controlling interests	非控股權益	(1,012)	(1,142)	(1,781)	(2,535)
		29,075	(8,922)	24,109	(18,317)
Earnings/(Loss) per share attributable to the owners of the Company:	本公司擁有人應佔每股溢利/(虧損):				
– Basic earnings/(loss) per share: (HK cents)	– 每股基本溢利/(虧損): (港仙)	2.19	(0.53)	1.89	(1.10)
– Diluted earnings/(loss) per share: (HK cents)	– 每股攤薄溢利/(虧損): (港仙)	2.19	(0.53)	1.89	(1.10)

Condensed Consolidated Statement of Financial Position

簡明綜合財務狀況表

As at 30 September 2020

於二零二零年九月三十日

			30 September 2020 二零二零年 九月三十日 HK\$'000 千港元 (unaudited) (未經審核)	31 March 2020 二零二零年 三月三十一日 HK\$'000 千港元 (audited) (經審核)
		Note 附註		
Non-current assets	非流動資產			
Plant and equipment	廠房及設備		4,915	6,337
Right-of-use assets	使用權資產		4,950	6,440
Intangible assets	無形資產		34	41
Total non-current assets	非流動資產總值		9,899	12,818
Current assets	流動資產			
Trade and other receivables	貿易及其他應收款項	10	11,488	10,076
Contract assets	合約資產		-	1,193
Financial assets at fair value through profit or loss	按公平值計入損益的金融資產	11	23,072	29,035
Cash and cash equivalents	現金及現金等價物		25,217	28,030
			59,777	68,334
Assets classified as held for sale	分類為持作出售的資產	14	-	8,125
Total current assets	流動資產總值		59,777	76,459
Current liabilities	流動負債			
Trade and other payables	貿易及其他應付款項	12	32,175	14,656
Lease liabilities	租賃負債		3,222	3,550
Contract liabilities	合約負債		-	251
Income tax payable	應付所得稅		22	21
			35,419	18,478
Liabilities associated with assets classified held for sale	與分類為持作出售的資產相關的負債	14	-	76,704
			35,419	95,182

Condensed Consolidated Statement of Financial Position (Continued)

簡明綜合財務狀況表(續)

As at 30 September 2020

於二零二零年九月三十日

			30 September 2020 二零二零年 九月三十日 HK\$'000 千港元 (unaudited) (未經審核)	31 March 2020 二零二零年 三月三十一日 HK\$'000 千港元 (audited) (經審核)
Net current assets/(liabilities)	流動資產/(負債)淨值		24,358	(18,723)
Total assets less current liabilities	總資產減流動負債		34,257	(5,905)
Non-current liabilities	非流動負債			
Lease liabilities	租賃負債		2,186	3,536
Net assets/(liabilities)	資產淨值/(負債淨額)		32,071	(9,441)
Equity	權益			
Equity attributable to the Owners of the Company	本公司擁有人應佔權益			
Share capital	股本	13	135,625	135,625
Reserves	儲備		(99,209)	(123,733)
Equity attributable to owners of the Company	本公司擁有人應佔權益		36,416	11,892
Non-controlling interests	非控股權益		(4,345)	(21,333)
Total equity/(deficits)	權益/(虧絀)總額		32,071	(9,441)

Condensed Consolidated Statement of Changes in Equity

簡明綜合權益變動表

For the six months ended 30 September 2020

截至二零二零年九月三十日止六個月

		Share capital	Share premium	Translation reserve	Accumulated losses	Total	Non-controlling interests	Total equity
		股本	股份溢價	兌換儲備	累計虧損	總計	非控股權益	權益總額
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元	千港元	千港元	千港元
		(unaudited)	(unaudited)	(unaudited)	(unaudited)	(unaudited)	(unaudited)	(unaudited)
		(未經審核)	(未經審核)	(未經審核)	(未經審核)	(未經審核)	(未經審核)	(未經審核)
As at 1 April 2019, as originally stated (audited)	於二零一九年四月一日， 原先呈列(經審核)	135,625	99,935	(4,587)	(189,718)	41,255	(16,680)	24,575
Prior year adjustments	上年度調整	-	-	-	(1,792)	(1,792)	-	(1,792)
At 1 April 2019, as restated	於二零一九年四月一日，(經重列)	135,625	99,935	(4,587)	(191,510)	39,463	(16,680)	22,783
Comprehensive expense	全面開支							
Loss for the period	期內虧損	-	-	-	(14,854)	(14,854)	(3,683)	(18,537)
Other comprehensive (expense)/ income	其他全面(開支)/收益							
Exchange differences arising on translation of foreign operations	換算海外業務產生之匯兌差額	-	-	(928)	-	(928)	1,148	220
Total comprehensive expense	全面開支總額	-	-	(928)	(14,854)	(15,782)	(2,535)	(18,317)
As at 30 September 2019	於二零一九年九月三十日	135,625	99,935	(5,515)	(206,364)	23,681	(19,215)	4,466
As at 1 April 2020	於二零二零年四月一日	135,625	99,935	(5,448)	(218,220)	11,892	(21,333)	(9,441)
Comprehensive income/ (expense)	全面收益/(開支)							
Profit/(loss) for the period	期內溢利/(虧損)	-	-	-	25,572	25,572	(1,221)	24,351
Other comprehensive income/ (expense)	其他全面收益/(開支)							
Exchange differences arising on translation of foreign operations	換算海外業務產生之匯兌差額	-	-	318	-	318	(560)	(242)
Total comprehensive income/ (expense)	全面收益/(開支)總額	-	-	318	25,572	25,890	(1,781)	24,109
Transaction with owners	與擁有人之交易							
Disposal of subsidiaries	出售附屬公司	-	-	(1,366)	-	(1,366)	18,769	17,403
Total transaction with owners	與擁有人之交易總額	-	-	(1,366)	-	(1,366)	18,769	17,403
As at 30 September 2020	於二零二零年九月三十日	135,625	99,935	(6,496)	(192,648)	36,416	(4,345)	32,071

Condensed Consolidated Statement of Cash Flows

簡明綜合現金流量表

For the six months ended 30 September 2020

截至二零二零年九月三十日止六個月

		Six months ended 30 September 截至九月三十日止六個月	
		2020 二零二零年 HK\$'000 千港元 (unaudited) (未經審核)	2019 二零一九年 HK\$'000 千港元 (unaudited) (未經審核)
	Note 附註		
Net cash used in operating activities	經營活動動用之現金淨額	(9,171)	(184)
Cash flows from investing activities	來自投資活動之現金流量		
Purchase of plant and equipment	購買廠房及設備	(203)	(20,675)
Proceeds from sale of plant and equipment	出售廠房及設備的所得款項	221	-
Net cash outflow on disposal of subsidiaries	出售附屬公司的現金流出淨額	(257)	-
Cash paid for acquisition of financial assets at fair value through profit or loss	就購入按公平值計入損益之金融資產已付之現金	(14,722)	(45,290)
Proceeds from disposal of financial assets at fair value through profit or loss	處置按公平值計入損益的金融資產的所得款項	21,695	51,443
Interest received from bank	已收銀行利息	144	39
Investment income from financial assets at fair value through profit or loss	來自按公平值計入損益之金融資產之投資收入	393	622
Increase in time deposits with maturity over three months	到期日超過三個月之定期存款增加	-	(3,000)
Increase in restricted cash	受限制現金增加	-	(86)
Net cash generated from/(used in) investing activities	投資活動所得/(所用)之現金淨額	7,271	(16,947)

Condensed Consolidated Statement of Cash Flows (Continued)

簡明綜合現金流量表(續)

For the six months ended 30 September 2020

截至二零二零年九月三十日止六個月

Six months ended
30 September
截至九月三十日止六個月

	Note 附註	2020 二零二零年 HK\$'000 千港元 (unaudited) (未經審核)	2019 二零一九年 HK\$'000 千港元 (unaudited) (未經審核)
Cash flows from financing activities	來自融資活動之現金流量		
Repayment of lease liabilities	租賃負債的還款	(1,890)	–
Net cash used in financing activities	融資活動動用之現金淨額	(1,890)	–
Net decrease in cash and cash equivalents	現金及現金等價物減少淨額	(3,790)	(17,131)
Cash and cash equivalents at the beginning of the period	於期初之現金及現金等價物	28,030	51,278
Cash and bank balances included in assets held for sale at the beginning of the period	於期初之計入持作出售資產的現金及銀行結餘	230	–
Effect on foreign exchange rate changes, on cash held	匯率變動對所持現金之影響	747	(1,492)
Cash and cash equivalents at the end of the period	於期終之現金及現金等價物	25,217	32,655
Analysis of balances of cash and cash equivalents	現金及現金等價物結餘分析		
Cash and cash equivalents with an original maturity of three months or less:	原到期日為三個月或以下的現金及現金等價物：		
Cash at banks and in hand	銀行結存及持有現金	14,217	17,455
Short-term time deposits in banks	銀行短期定期存款	11,000	15,200
		25,217	32,655

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

For the six months ended 30 September 2020

截至二零二零年九月三十日止六個月

1. GENERAL INFORMATION

Quantum Thinking Limited (the “**Company**”) was incorporated in the Cayman Islands on 8 May 2000 as an exempted company with limited liability under the Companies Law of the Cayman Islands. The Company’s registered office is situated at Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman KY1-1111, Cayman Islands. The Company’s principal place of business is situated at Room 1403, 14/F, Capital Centre, 151 Gloucester Road, Wan Chai, Hong Kong.

The Company’s shares are listed on GEM of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”). The Company and its subsidiaries (collectively referred to as the “**Group**”) are principally engaged in the provision of system development services and other value-added technical consultation services and hardware-related business. The Group has also expanded into the People’s Republic of China (the “**PRC**”) market in the areas of manufacturing of ancillary high-tech software and hardware products; developing and establishing integrated online platforms for distribution of mobile products and provision of value-added services; and setting up joint ventures with multinational companies to introduce and procure mobile application services, among other things.

In the opinion of the directors of the Company, the parent and ultimate holding company of the Company is Happy On Holdings Limited (“**Happy On**”), which is incorporated in the British Virgin Islands.

1. 一般資料

量子思維有限公司（「**本公司**」）於二零二零年五月八日根據開曼群島公司法於開曼群島註冊成立為獲豁免有限公司。本公司註冊辦事處位於Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman KY1-1111, Cayman Islands。本公司主要營業地點位於香港灣仔告士打道151號資本中心14樓1403室。

本公司股份於香港聯合交易所有限公司（「**聯交所**」）GEM上市。本公司及其附屬公司（統稱「**本集團**」）主要從事提供系統開發服務及其他增值技術顧問服務以及硬件相關業務。本集團亦進軍中華人民共和國（「**中國**」）市場，參與製造輔助高科技軟件及硬件產品；開發及建立綜合網上平台分銷手機產品並提供增值服務；及與跨國公司成立合營企業，以引入及採購手機應用程式服務等。

本公司董事認為，本公司之母公司及最終控股公司為Happy On Holdings Limited（「**Happy On**」），其於英屬處女群島註冊成立。

2. BASIS OF PREPARATION

The unaudited condensed consolidated financial statements of the Group for the six months ended 30 September 2020 (the “**Condensed Financial Report**”) 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 (“**HKICPA**”) and the applicable disclosure requirements of the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the “**GEM Listing Rules**”).

The Condensed Financial Report should be read in conjunction with the annual financial statements of the Company for the year ended 31 March 2020 (the “**2020 Annual Financial Statements**”). The principal accounting policies used in the Condensed Financial Report are consistent with those adopted in the 2020 Annual Financial Statements, except for the adoption of the new or amended Hong Kong Financial Reporting Standards (“**HKFRSs**”) which are relevant to and effective for the Group’s financial statements for the annual period beginning on 1 April 2020. Details of these changes in accounting policies are set out in note 3.

The preparation of the Condensed Financial Report in conformity with HKAS 34 requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses on a year to date basis. Actual results may differ from these estimates.

The Condensed Financial Report has been prepared under the historical cost convention, except for financial instruments classified as financial assets designated at fair value through profit or loss which are stated at fair values. The Condensed Financial Report is presented in Hong Kong dollars (“**HK\$**”) which is also the functional currency of the Company and all values are rounded to the nearest thousands (“**HK\$’000**”) unless otherwise stated.

2. 編製基準

本集團截至二零二零年九月三十日止六個月之未經審核簡明綜合財務報表(「**簡明財務報告**」)乃根據香港會計師公會(「**香港會計師公會**」)頒布之香港會計準則(「**香港會計準則**」)第34號「**中期財務報告**」以及聯交所GEM證券上市規則(「**GEM上市規則**」)之適用披露規定編製。

簡明財務報告應與本公司截至二零二零年三月三十一日止年度之年度財務報表(「**二零二零年年度財務報表**」)一併閱覽。簡明財務報告所採用之主要會計政策與二零二零年年度財務報表所採納者貫徹一致，惟採納對本集團於二零二零年四月一日開始年度期間之財務報表相關且生效之新訂或經修訂香港財務報告準則(「**香港財務報告準則**」)除外。有關此等會計政策變動之詳情載於附註3。

按照香港會計準則第34號編製簡明財務報告時要求管理層作出影響政策應用以及按截至該日止年度基準所呈報資產及負債、收入及開支金額之判斷、估算及假設。實際結果可能有別於此等估算。

除分類為指定按公平值計入損益之金融資產之金融工具以公平值列賬外，簡明財務報告已按歷史成本慣例編製。簡明財務報告以本公司功能貨幣港元(「**港元**」)呈列，除另有註明外，所有價值均調整至最接近千位(「**千港元**」)。

3. ADOPTION OF NEW AND AMENDED HKFRSs AND CHANGES IN ACCOUNTING POLICIES

3.1 New and amended HKFRSs adopted as at 1 April 2020

The accounting policies and methods of computation used in the preparation of the Interim Financial Report are consistent with those used in the annual financial statements for the year ended 31 March 2020, except for the adoption of the following new and amended HKFRSs effective as of 1 April 2020. The Group has not early adopted any other standard, interpretation or amendment that has been issued but not yet effective.

Amendments to HKFRS 3	Definition of a Business
Amendments to HKFRS 9, HKAS 39 and HKFRS 7	Interest Rate Benchmark Reform
Amendments to HKAS 1 and HKAS 8	Definition of Material

The adoption of the new and amended HKFRSs had no material impact on how the results and financial position for the current and prior periods have been prepared and presented.

3. 採納新訂及經修訂香港財務報告準則以及會計政策變動

3.1 於二零二零年四月一日採納的新訂及經修訂香港財務報告準則編製中期財務報告所採用之會計政策及計算方法與截至二零二零年三月三十一日止年度之年度財務報表所用者一致，惟以下採納之新訂及經修訂香港財務報告準則（於二零二零年四月一日生效）除外。本集團並無提早採納已頒布但尚未生效的任何其他準則、詮釋或修訂。

香港財務報告準則第3號（修訂本）	業務的定義
香港財務報告準則第9號、香港會計準則第39號及香港財務報告準則第7號（修訂本）	利率基礎改革
香港會計準則第1號及香港會計準則第8號（修訂本）	重大的定義

採納新訂及經修訂香港財務報告準則並無對所編製及呈列的本期間及過往期間之業績及財務狀況有重大影響。

4. REVENUE AND SEGMENT INFORMATION

All significant transactions amongst the companies comprising the Group have been eliminated on consolidation. Revenue recognised by segments during the period is as follows:

		Three months ended 30 September 截至九月三十日止三個月		Six months ended 30 September 截至九月三十日止六個月	
		2020 二零二零年 HK\$'000 千港元 (unaudited) (未經審核)	2019 二零一九年 HK\$'000 千港元 (unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (unaudited) (未經審核)	2019 二零一九年 HK\$'000 千港元 (unaudited) (未經審核)
Revenue:	收益：				
Hardware	硬件	4,937	4,011	9,332	4,011
Service	服務				
- System development	- 系統開發	4,685	321	10,194	1,623
- Consultancy	- 諮詢	558	159	896	159
- Maintenance	- 維修	-	40	-	241
		5,243	520	11,090	2,023
		10,180	4,531	20,422	6,034

Management has determined the operating segments based on the reports reviewed by the executive directors that are used to make operating decisions. Executive directors are considered as the chief operating decision maker (“CODM”).

The CODM review the Group’s financial information from hardware and services perspectives. The reportable segments are classified in a manner consistent with the information reviewed by the CODM.

4. 收益及分類資料

本集團旗下各公司間所有重大交易已於綜合賬目時對銷。於期內按分類確認之收益如下：

管理層已根據執行董事所審閱用以作出經營決策之報告確定經營分類。執行董事被視為主要經營決策者（「主要經營決策者」）。

主要經營決策者從硬件及服務方面審閱本集團之財務資料。可申報分類按主要經營決策者審閱資料一致之方式分類。

4. REVENUE AND SEGMENT INFORMATION (Continued)

The CODM assess the performance of the operating segments based on a measure of reportable segment (loss)/profit. This measurement basis excludes other income and unallocated expenses.

Segment assets mainly exclude assets that are managed on a central basis. Segment liabilities mainly exclude liabilities that are managed on a central basis.

4. 收益及分類資料(續)

主要經營決策者按照可申報分類(虧損)/溢利之計量評估經營分類表現。此計量基準不包括其他收入及未分配開支。

分類資產主要撇除集中管理之資產。分類負債主要撇除集中管理之負債。

		Hardware 硬件		Services 服務		Total 總計	
		Six months ended 30 September		Six months ended 30 September		Six months ended 30 September	
		截至九月三十日止六個月		截至九月三十日止六個月		截至九月三十日止六個月	
		2020	2019	2020	2019	2020	2019
		二零二零年	二零一九年	二零二零年	二零一九年	二零二零年	二零一九年
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元	千港元	千港元
		(unaudited)	(unaudited)	(unaudited)	(unaudited)	(unaudited)	(unaudited)
		(未經審核)	(未經審核)	(未經審核)	(未經審核)	(未經審核)	(未經審核)
Reportable segment revenue:	可申報分類收益：						
From external customers	從外部客戶所得之收益	9,332	4,011	11,090	2,023	20,422	6,034
Reportable segment loss	可申報分類虧損	(2,489)	(5,433)	(2,493)	(4,567)	(4,982)	(10,000)

4. REVENUE AND SEGMENT INFORMATION (Continued)

4. 收益及分類資料(續)

		Hardware 硬件		Services 服務		Total 總計	
		Three months ended 30 September 截至九月三十日止三個月		Three months ended 30 September 截至九月三十日止三個月		Three months ended 30 September 截至九月三十日止三個月	
		2020 二零二零年 HK\$'000 千港元 (unaudited) (未經審核)	2019 二零一九年 HK\$'000 千港元 (unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (unaudited) (未經審核)	2019 二零一九年 HK\$'000 千港元 (unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (unaudited) (未經審核)	2019 二零一九年 HK\$'000 千港元 (unaudited) (未經審核)
Reportable segment revenue:	可申報分類收益：						
From external customers	從外部客戶所得之收益	4,937	4,011	5,243	520	10,180	4,531
Reportable segment loss	可申報分類虧損	(1,174)	(3,676)	(1,110)	(1,131)	(2,284)	(4,807)

		Hardware 硬件		Services 服務		Total 總計	
		30 September 2020 二零二零年 九月三十日 HK\$'000 千港元 (unaudited) (未經審核)	31 March 2020 二零二零年 三月三十一日 HK\$'000 千港元 (unaudited) (未經審核)	30 September 2020 二零二零年 九月三十日 HK\$'000 千港元 (unaudited) (未經審核)	31 March 2020 二零二零年 三月三十一日 HK\$'000 千港元 (unaudited) (未經審核)	30 September 2020 二零二零年 九月三十日 HK\$'000 千港元 (unaudited) (未經審核)	31 March 2020 二零二零年 三月三十一日 HK\$'000 千港元 (unaudited) (未經審核)
Reportable segment assets	可申報分類資產	3,707	7,475	4,862	11,323	8,569	18,798
Reportable segment liabilities	可申報分類負債	3,463	6,743	4,508	6,752	7,971	13,495

4. REVENUE AND SEGMENT INFORMATION (Continued)

The totals presented for the Group's operating segments reconcile to the Group's key financial figures as presented in the Condensed Financial Report as follows:

4. 收益及分類資料(續)

本集團經營分類呈列之總額與本集團於簡明財務報告呈列之主要財務數據對賬如下：

		Three months ended 30 September 截至九月三十日止三個月		Six months ended 30 September 截至九月三十日止六個月	
		2020 二零二零年 HK\$'000 千港元 (unaudited) (未經審核)	2019 二零一九年 HK\$'000 千港元 (unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (unaudited) (未經審核)	2019 二零一九年 HK\$'000 千港元 (unaudited) (未經審核)
Reportable segment loss	可申報分類虧損	(2,284)	(4,807)	(4,982)	(10,000)
Depreciation	折舊	(1,950)	(2,015)	(3,336)	(3,905)
Unallocated corporate expenses*	未分配公司開支*	(20,594)	(2,382)	(22,240)	(5,727)
Unallocated corporate income	未分配公司收入	54,075	271	54,909	923
Profit/(loss) before income tax	除所得稅前溢利/(虧損)	29,247	(8,933)	24,351	(18,709)

* Unallocated Corporate expenses mainly include short-term leases/operating lease charges in respect of rented premises and headquarter expenses.

* 未分配公司開支主要包括租用物業之短期租賃/經營租賃開支及總部開支。

4. REVENUE AND SEGMENT INFORMATION (Continued)

4. 收益及分類資料(續)

		30 September 2020 二零二零年 九月三十日 HK\$'000 千港元 (unaudited) (未經審核)	31 March 2020 二零二零年 三月三十一日 HK\$'000 千港元 (audited) (經審核)
Total segment assets	分類資產總額	8,569	18,798
Unallocated assets*	未分配資產*	61,107	70,479
Total assets per condensed consolidated statement of financial position 於簡明綜合財務狀況表所示總資產		69,676	89,277
Total segment liabilities	分類負債總額	7,971	13,495
Unallocated liabilities*	未分配負債*	29,634	85,223
Total liabilities per condensed consolidated statement of financial position 於簡明綜合財務狀況表所示總負債		37,605	98,718

* Unallocated assets mainly include property, plant and equipment, other receivables, financial assets at fair value through profit or loss, and cash and cash equivalents. Unallocated liabilities mainly include certain other payables, accruals and tax payable.

* 未分配資產主要包括物業、廠房及設備、其他應收款項、按公平值計入損益之金融資產以及現金及現金等價物。未分配負債主要包括若干其他應付款項、應計費用及應付稅項。

5. OTHER INCOME

5. 其他收入

		Three months ended 30 September 截至九月三十日止三個月		Six months ended 30 September 截至九月三十日止六個月	
		2020 二零二零年 HK\$'000 千港元 (unaudited) (未經審核)	2019 二零一九年 HK\$'000 千港元 (unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (unaudited) (未經審核)	2019 二零一九年 HK\$'000 千港元 (unaudited) (未經審核)
Interest income from bank deposits	銀行存款的利息收入	64	33	144	39
Investment income from financial assets designated as at FVTPL	指定按公平值計入損益的金融資產的投資收入	174	263	393	622
Government grants (note)	政府補助(附註)	616	(2)	813	129
Others	其他	440	(23)	779	133
		1,294	271	2,129	923

Note: The amount represented government grants received from the PRC local government authorities in respect of subsidising the Group's scientific and technological and operating activities, which were immediately recognised as other income for the period as the Group fulfilled all the relevant granting criteria.

附註：該款項為中國地方政府機關就補貼本集團的科技及經營活動而收取的政府補助，由於本集團符合所有相關授出標準，故該款項即時獲確認為期內其他收入。

6. INCOME TAX EXPENSE

No provision for Hong Kong profits tax has been made for the six months and three months ended 30 September 2020 and 2019 as the Group had incurred losses for taxation purpose. The PRC enterprise income tax has been provided at the rate of 25% (six months and three months ended 30 September 2019: 25%) on the estimated assessable profit for the six months and three months ended 30 September 2020.

6. 所得稅開支

由於本集團錄得稅項虧損，故截至二零二零年及二零一九年九月三十日止六個月及三個月並無就香港利得稅計提撥備。截至二零二零年九月三十日止六個月及三個月，中國企業所得稅按估計應課稅溢利之25%（截至二零一九年九月三十日止六個月及三個月：25%）比率計提撥備。

		Three months ended 30 September 截至九月三十日止三個月		Six months ended 30 September 截至九月三十日止六個月	
		2020 二零二零年 HK\$'000 千港元 (unaudited) (未經審核)	2019 二零一九年 HK\$'000 千港元 (unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (unaudited) (未經審核)	2019 二零一九年 HK\$'000 千港元 (unaudited) (未經審核)
PRC enterprise income tax	中國企業所得稅				
Current period	本期間	-	-	-	-
Under provision/ (overprovision) in respect of prior years	過往年度撥備 不足／(超額 撥備)	-	3	-	(172)
Income tax expense	所得稅開支	-	3	-	(172)

Deferred tax has not been provided for the Group because the Group had no material temporary differences at the reporting date (30 September 2019: Nil).

由於本集團在報告日期並無重大暫時差額，故並無就遞延稅項為本集團計提撥備（二零一九年九月三十日：無）。

7. PROFIT/(LOSS) FOR THE PERIOD

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

7. 期內溢利／(虧損)

期內溢利／(虧損)已扣除／(計入)以下項目：

	Three months ended 30 September 截至九月三十日止三個月		Six months ended 30 September 截至九月三十日止六個月	
	2020 二零二零年 HK\$'000 千港元 (unaudited) (未經審核)	2019 二零一九年 HK\$'000 千港元 (unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (unaudited) (未經審核)	2019 二零一九年 HK\$'000 千港元 (unaudited) (未經審核)
Cost of inventories sold 已出售存貨成本	4,545	5,619	8,704	5,619
Depreciation of plant and equipment 廠房及設備之折舊	1,950	2,015	3,336	3,905
Research and development costs 研究及開發成本	996	2,033	2,401	4,631
Employee benefit expense 僱員福利開支	1,645	2,507	3,628	5,244
Net foreign exchange loss 匯兌虧損淨額	-	(432)	-	(240)
Short-term leases/operating lease charges in respect of rented premises 租用物業之短期租賃／經營租賃開支	-	180	25	436
Impairment loss on amount due from former fellow subsidiaries 應收前同系附屬公司款項的減值虧損	18,765	-	18,765	-

8. EARNINGS/(LOSS) PER SHARE

Basic earnings per share for the three months and six months ended 30 September 2020 is calculated by dividing the profit attributable to owners of the Company for the period of HK\$29,768,000 and HK\$25,572,000 respectively (three months and six months ended 30 September 2019: loss of HK\$7,153,000 and HK\$14,854,000 respectively) by the weighted average number of 1,356,250,000 (three months and six months ended 30 September 2019: weighted average number of 1,356,250,000) ordinary shares in issue during the period.

No adjustment has been made to the basic earnings per share presented for the three and six months ended 30 September 2020 and 2019 as the Group had no potential dilutable ordinary shares in issue during the three and six months ended 30 September 2020 and 2019.

9. DIVIDEND

The board of directors does not recommend the payment of an interim dividend for the six months ended 30 September 2020 (six months ended 30 September 2019: Nil).

8. 每股盈利／(虧損)

截至二零二零年九月三十日止三個月及六個月的每股基本盈利乃按期內本公司擁有人應佔溢利分別29,768,000港元及25,572,000港元(截至二零一九年九月三十日止三個月及六個月:分別為虧損7,153,000港元及14,854,000港元)·除以期內已發行普通股加權平均數1,356,250,000股(截至二零一九年九月三十日止三個月及六個月:加權平均數1,356,250,000股)計算。

由於本集團截至二零二零年及二零一九年九月三十日止三個月及六個月概無潛在可攤薄的已發行普通股·故並無就截至二零二零年及二零一九年九月三十日止三個月及六個月呈列的每股基本盈利作出任何調整。

9. 股息

董事會不建議派付截至二零二零年九月三十日止六個月之中期股息(截至二零一九年九月三十日止六個月:無)。

10. TRADE AND OTHER RECEIVABLES

10. 貿易及其他應收款項

		30 September 2020 二零二零年 九月三十日 HK\$'000 千港元 (unaudited) (未經審核)	31 March 2020 二零二零年 三月三十一日 HK\$'000 千港元 (audited) (經審核)
Trade receivables (Note a)	應收貿易款項(附註a)	8,535	7,854
Prepayments, deposits and other receivables	預付款項、按金及其他應收款項	2,953	2,222
		11,488	10,076

Note a: The credit period granted by the Group to its customers generally ranged from 0 to 120 days. As at 30 September 2020 and 31 March 2020, the ageing analysis of the Group's trade receivables (net of provision for impaired receivables) based on invoice date is as follows:

附註a: 本集團授予客戶之除賬期一般介乎0至120日。於二零二零年九月三十日及二零二零年三月三十一日，本集團應收貿易款項(扣除應收款項之減值撥備)按發票日期之賬齡分析如下：

		30 September 2020 二零二零年 九月三十日 HK\$'000 千港元 (unaudited) (未經審核)	31 March 2020 二零二零年 三月三十一日 HK\$'000 千港元 (audited) (經審核)
Within 90 days	90日內	7,054	7,161
91 to 180 days	91日至180日	1,481	693
		8,535	7,854

All amounts are short term and hence the carrying values of the Group's trade and other receivables are considered to be a reasonable approximation of fair values.

所有金額為短期，因此，本集團之貿易及其他應收款項之賬面值被視為公平值之合理約數。

11. FINANCIAL ASSETS DESIGNATED AT FAIR VALUE THROUGH PROFIT OR LOSS

11. 指定按公平值計入損益之金融資產

		30 September 2020 二零二零年 九月三十日 HK\$'000 千港元 (unaudited) (未經審核)	31 March 2020 二零二零年 三月三十一日 HK\$'000 千港元 (audited) (經審核)
Wealth management products	理財產品	23,072	29,035

As at 30 September 2020, the Group had short term investments linked wealth management products that were denominated in RMB20,260,000 (equivalent to HK\$23,072,000) (At 31 March 2020: RMB26,560,000 (equivalent to HK\$29,035,000)) with banks.

於二零二零年九月三十日，本集團向銀行承購與短期投資相關之理財產品，金額為人民幣20,260,000元（相當於23,072,000港元）（於二零二零年三月三十一日：人民幣26,560,000元（相當於29,035,000港元））。

Interest rates of the wealth management products vary depending on the return rate of the relevant short term bonds, money market investment fund and time deposits.

理財產品之利率視乎相關短期債券、貨幣市場投資基金及定期存款之回報率而變。

Wealth management products are carried at fair value and their dealing price is derived from net asset values of the investment funds with reference to observable quoted price of underlying investment portfolio in active markets and inputs other than quoted market price for respective wealth management products (note 16.1).

理財產品按公平值列賬，而其交易價乃經參考於活躍市場的相關投資組合的可觀察報價及就相關理財產品的輸入數據（除市場報價外）後，按投資基金之資產淨值得出（附註16.1）。

12. TRADE AND OTHER PAYABLES

12. 貿易及其他應付款項

		30 September 2020 二零二零年 九月三十日 HK\$'000 千港元 (unaudited) (未經審核)	31 March 2020 二零二零年 三月三十一日 HK\$'000 千港元 (audited) (經審核)
Trade payables (Note a)	應付貿易款項(附註a)	7,552	7,167
Other payables and accruals (Note b)	其他應付款項及應計 費用(附註b)	24,623	7,489
		32,175	14,656

Note a: The ageing analysis of the Group's trade payables based on invoice date is as follows:

附註a: 本集團應付貿易款項按發票日期之賬齡分析如下:

		30 September 2020 二零二零年 九月三十日 HK\$'000 千港元 (unaudited) (未經審核)	31 March 2020 二零二零年 三月三十一日 HK\$'000 千港元 (audited) (經審核)
Within 30 days	於30日內	3,435	5,974
31 to 90 days	31至90日	3,258	1,193
Over 91 days	超過91日	859	-
		7,552	7,167

Note b: Included in the above balances as of 31 March 2020 is the amount of HK\$194,000 due to Mr. Chan Foo Wing, the ultimate beneficial owner of the Company. The amount due is unsecured, interest-free and repayable on demand.

附註b: 上述於二零二零年三月三十一日的結餘包括應付本公司最終實益擁有人陳富榮先生的款項194,000港元。該應付款項為無抵押、免息及須按要求時償還。

The carrying values of the Group's trade and other payables are considered to be a reasonable approximation of fair values.

本集團之貿易及其他應付款項之賬面值被視為公平值之合理約數。

13. SHARE CAPITAL

13. 股本

		Authorised Ordinary shares of HK\$0.10 each	
		每股面值0.10 港元之法定普通股	
		Number of Shares	HK\$'000
		股份數目	千港元
		(in thousands)	(unaudited)
		(千股)	(未經審核)
As at 31 March 2020 and 30 September 2020	於二零二零年 三月三十一日及 二零二零年 九月三十日	2,000,000	200,000

		Issued and fully paid Ordinary shares of HK\$0.10 each	
		每股面值0.10 港元之已發行 及繳足普通股	
		Number of Shares	HK\$'000
		股份數目	千港元
		(in thousands)	(unaudited)
		(千股)	(未經審核)
As at 1 April 2019, 31 March 2020 and 30 September 2020	於二零一九年 四月一日、 二零二零年 三月三十一日及 二零二零年 九月三十日	1,356,250	135,625

14. DISPOSAL GROUP CLASSIFIED AS HELD FOR SALE

During the year ended 31 March 2020, the directors of the Company resolved to dispose of the entire equity interest in China Mobile Payment Technology Group Company Limited. Negotiations with several interested parties have subsequently taken place. The assets and liabilities attributable to the group, which is expected to be sold within twelve months, have been classified as a disposal group held for sale and are presented separately in the consolidated statement of financial position (see below). The net proceeds of disposal are expected to exceed the net carrying amount of the relevant assets and liabilities and accordingly, no impairment loss has been recognised.

The major classes of assets and liabilities of the group classified as held for sale are as follows:

14. 分類為持作出售的出售組別

截至二零二零年三月三十一日止年度，本公司董事已議決出售中國支付科技集團有限公司的全部股權。其後已與多名有意相關方進行磋商。預期該組別的資產及負債將於十二個月內出售，已獲分類為持作出售的出售組別，並於綜合財務狀況表獨立呈列（見下文）。出售所得款項淨額預期將超過相關資產及負債的賬面淨值，因此，並無確認減值虧損。

分類為持作出售的該組別的資產及負債的主要類別如下：

		31 March 2020 二零二零年 三月三十一日 HK\$'000 千港元 (audited) (經審核)
Plant and equipment	廠房及設備	33
Trade and other receivables	貿易及其他應收款項	1,303
Financial assets at fair value through profit or loss	按公平值計入損益的金融資產	6,559
Bank balances and cash	銀行結餘及現金	230
Total assets classified as held for sale	分類為持作出售的總資產	8,125
Trade and other payables (note i, ii and iii)	貿易及其他應付款項 (附註 i、ii 及 iii)	76,704
Total liabilities classified as held for sale	分類為持作出售的總負債	76,704

14. DISPOSAL GROUP CLASSIFIED AS HELD FOR SALE (Continued)

Notes:

- (i) Included in the amount of other payables as at 31 March 2020, approximately of HK\$194,000 represented the amount due to Mr. Chan Foo Wing, the ultimate beneficial owner of the Company. The amount is unsecured, interest-free and repayment on demand.
- (ii) Included in the amount of other payables as at 31 March 2020, approximately of HK\$10,932,000 represented the amount due to an independent third party, 北京瑞智恒達網絡科技有限公司. The amount is unsecured, interest-free and repayment on demand.
- (iii) Included in the amount of other payables as at 31 March 2020, approximately of HK\$2,353,000 represented the amount payable to several former employees of Beijing Huaqin due to the litigations in respect of the termination of employment.

The disposal group had been disposed on 19 August 2020 for cash consideration receivables of HK\$50,000.

14. 分類為持作出售的出售組別(續)

附註：

- (i) 於二零二零年三月三十一日計入其他應付款項的金額約194,000港元指應付本公司最終實益擁有人陳富榮先生的款項。該款項為無抵押、免息及須按要求時償還。
- (ii) 於二零二零年三月三十一日計入其他應付款項的金額約10,932,000港元指應付獨立第三方北京瑞智恒達網絡科技有限公司的款項。該款項為無抵押、免息及須按要求時償還。
- (iii) 於二零二零年三月三十一日計入其他應付款項的金額約2,353,000港元指終止僱用所涉及的訴訟導致應付北京華勤若干名前任僱員的款項。

出售組別已於二零二零年八月十九日獲出售，應收現金代價為50,000港元。

15. DISPOSALS OF SUBSIDIARIES

On 19 August 2020, the Group entered into a sale and purchase agreement with a director of 華天網路科技有限公司 (Huatian Internet Technology Co., Ltd.)* (“**Huatian**”) and 北京華勤天地科技有限公司 (Beijing Huaqin Tiandi Technology Co., Ltd.)* (“**Huaqin**”), to disposed of its entire equity interests in the China Mobile Payment Technology Group Company Limited (中國支付科技集團有限公司), which is an investment holding company holding 90% equity interest in Huatian which in turn holds 51% equity interest in, and controls the board of directors of, Huaqin for a consideration of HK\$50,000. Huatian is principally engaged in investment holding and IT network consultation service, whereas Huaqin is principally engaged in trading of residential gateway products.

In accordance with HKFRS 5, assets and liabilities relating to Disposal Group were classified as held for sale in the consolidated statement of financial position as at 31 March 2020. The disposal did not constitute a discontinued operation as it did not represent a major line of business or geographical area of operation.

15. 出售附屬公司

於二零二零年八月十九日，本集團與華天網路科技有限公司（「**華天**」）及北京華勤天地科技有限公司（「**華勤**」）一名董事訂立買賣協議，以代價50,000港元出售中國支付科技集團有限公司所有股權，該公司為一間投資控股公司，持有華天90%股權，而華天持有華勤51%股權並控制華勤董事會。華天主要從事投資控股及資訊科技網絡顧問服務，而華勤主要從事買賣住宅網關產品。

根據香港財務報告準則第5號，於二零二零年三月三十一日，有關出售集團的資產及負債於綜合財務狀況表中分類為持作出售。出售事項不構成一項已終止業務，原因是其並非主要業務線或營運所在地區。

15. DISPOSALS OF SUBSIDIARIES (Continued)

The net liabilities of the Disposal Group at the date of disposal were as follows:

15. 出售附屬公司(續)

出售集團於出售日期的負債淨額如下：

		At 19 August 2020 於二零二零年 八月十九日 HK\$'000 千港元
Plant and equipment	廠房及設備	32
Financial assets at fair value through profit or loss	按公平值計入損益的金融資產	6,660
Trade and other receivables	貿易及其他應收款項	2,121
Restricted cash	受限制現金	127
Bank balances and cash	銀行結餘及現金	130
Trade and other payables	貿易及其他應付款項	(79,204)
Net liabilities disposed of	出售負債淨額	(70,134)
		HK\$'000 千港元
Gain on disposal of subsidiaries:	出售附屬公司收益：	
Cash consideration receivable included in other receivables	計入其他應收款項的應收現金代價	50
Net liabilities disposed of	已出售負債淨額	70,134
Non-controlling interests	非控股權益	(18,769)
Cumulated translation reserve in respect of the net assets of the subsidiaries	附屬公司淨資產之累計匯兌儲備	1,366
Gain on disposal of subsidiaries	出售附屬公司收益	52,781
Analysis of net cash flow on disposal:	出售事項之現金流量淨額分析：	HK\$'000 千港元
Cash and cash equivalent disposed of	已出售現金及現金等價物	(257)
Net cash outflow from disposal of subsidiaries	出售附屬公司的現金流出淨額	(257)

16. FAIR VALUE MEASUREMENT OF FINANCIAL INSTRUMENTS

16.1 Financial assets measured at fair value

The following table presents financial assets and liabilities measured at fair value in the condensed consolidated statement of financial position in accordance with the fair value hierarchy. The hierarchy groups financial assets and liabilities into three levels based on the relative reliability of significant inputs used in measuring the fair value of these financial assets and liabilities. The fair value hierarchy has the following levels:

Level 1: quoted prices (unadjusted) in active markets for identical assets and liabilities;

Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The level in the fair value hierarchy within which the financial asset or liability is categorised in its entirety is based on the lowest level of input that is significant to the fair value measurement.

16. 金融工具之公平值計量

16.1 按公平值計量之金融資產

下表根據公平值層級列示簡明綜合財務狀況表中按公平值計量之金融資產及負債。該層級按計量該等金融資產及負債公平值所用重大輸入數據之相對可靠程度，將金融資產及負債分為三層。公平值層級分為以下層級：

第一層：相同資產及負債於活躍市場之報價(未經調整)；

第二層：就資產或負債可直接(即價格)或間接(即由價格推算)可觀察之輸入數據(不包括第一層所包含報價)；及

第三層：並非基於可觀察之市場數據而得出之資產或負債輸入數據(無法觀察輸入數據)。

金融資產或負債所應整體歸入之公平值層級內之層級，乃基於對公平值計量屬重大之最低層級輸入數據劃分。

16. FAIR VALUE MEASUREMENT OF FINANCIAL INSTRUMENTS (Continued)

16.1 Financial assets measured at fair value (Continued)

The financial assets measured at fair value in the condensed consolidated statement of financial position are grouped into the fair value hierarchy as follows:

		Level 2 第二層	
		30 September 2020 二零二零年 九月三十日 HK\$'000 千港元 (unaudited) (未經審核)	31 March 2020 二零二零年 三月三十一日 HK\$'000 千港元 (audited) (經審核)
Assets	資產		
Financial assets at fair value through profit or loss:	按公平值計入損益之金融資產：		
Wealth management products	理財產品	23,072	29,035

Wealth management products are derived from net asset values of the investment funds with reference to observable quoted price of underlying investment portfolio in active markets.

The carrying amounts of the financial instruments carried at amortised cost are not materially different from their fair values as at 30 September 2020 and 31 March 2020.

16. 金融工具之公平值計量 (續)

16.1 按公平值計量之金融資產 (續)

簡明綜合財務狀況表中按公平值計量之金融資產歸類為如下公平值層級：

理財產品乃參考於活躍市場的相關投資組合的可觀察報價由投資基金之資產淨值得出。

於二零二零年九月三十日及二零二零年三月三十一日，按攤銷成本列賬之金融工具賬面值與其公平值並無重大差異。

17. MATERIAL RELATED PARTY TRANSACTION

The Group had no significant transactions with related parties during the reporting period (six months ended 30 September 2019: Nil).

The remuneration of key management personnel for the six months ended 30 September 2020 amounted to HK\$824,000 (six months ended 30 September 2019: HK\$819,000).

17. 重大關連方交易

於報告期內，本集團並無與關連方進行重大交易(截至二零一九年九月三十日止六個月：無)。

截至二零二零年九月三十日止六個月之主要管理人員酬金為824,000港元(截至二零一九年九月三十日止六個月：819,000港元)。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論與分析

FINANCIAL REVIEW

For the six months ended 30 September 2020 (the “**Reporting Period**”), Quantum Thinking Limited (the “**Company**”) and its subsidiaries (collectively referred to as the “**Group**”) recorded a revenue of approximately HK\$20,422,000, representing an increase of approximately 238% when compared with that of approximately HK\$6,034,000 for the corresponding period in the last year.

Profit before income tax of the Group for the Reporting Period was approximately HK\$24,351,000, compared with loss before income tax of approximately HK\$18,709,000 for the corresponding period in the last year. Profit attributable to owners of the Company for the Reporting Period was approximately HK\$25,572,000 compared with loss attributable to owners of the Company of approximately HK\$14,854,000 for the corresponding period in the last year.

INDUSTRY OVERVIEW

The telecommunications sector of the People’s Republic of China (the “**PRC**” or “**China**”) continued to be mired in a difficult business environment during the second quarter of the Reporting Period ended 30 September 2020 as a result of the protracted worldwide outbreak of novel coronavirus pneumonia and the United States of America (the “**United States**”) government’s sanctions against and restrictions on certain technology companies from the PRC.

財務回顧

截至二零二零年九月三十日止六個月（「**報告期間**」），量子思維有限公司（「**本公司**」）及其附屬公司（統稱「**本集團**」）錄得收益約20,422,000港元，較去年同期約6,034,000港元增加約238%。

於報告期間，本集團之除所得稅前溢利約為24,351,000港元，而去年同期之除所得稅前虧損則約為18,709,000港元。於報告期間，本公司擁有人應佔溢利約25,572,000港元，而去年同期本公司擁有人應佔虧損則約為14,854,000港元。

行業概覽

於截至二零二零年九月三十日止的報告期間的第二季度，在全球爆發的新型冠狀病毒肺炎繼續肆虐，加上美利堅合眾國（「**美國**」）政府對中華人民共和國（「**中國**」）若干科技公司實施制裁及限制，令中國電信行業的營商環境仍然困難。

While the pandemic has delayed the progress in economic activities including information technology projects, the United States decided in early October to impose restrictions on the United States companies' exports of equipment to China's largest semiconductor foundry company amid the increasingly strained relations between the two countries. This followed the United States' earlier sanction against a major Chinese telecommunications equipment and consumer electronics company. The United States sanctions had prohibited the installation of the United States operating systems in the devices and equipment produced by that Chinese telecommunications equipment and consumer electronics company, and ultimately disrupted the supply of large batches of that Chinese company's products such as the base stations of the fifth-generation (5G) telecommunications technology to China's major telecommunications carriers. In some cases, such supplies even came to a halt. As a result, many information technology projects had to be suspended or delayed. This also seriously affected the online/offline payment solution developers and providers such as the Company. It was because many information system solution developers and providers carried out secondary development of information system software based on the hardware produced by that major Chinese telecommunications equipment and consumer electronics company, whose products have been widely used in China's telecommunications industry.

Information technology solution providers and their clients such as telecom carriers needed to switch over to the products of other telecommunications equipment makers which were not (or at least not yet) subject to the United States' sanctions. They may also need to negotiate about the copyrights of the United States operating systems before they can start such information technology projects.

疫情阻延了經濟活動(包括資訊科技項目)，而中美關係更趨緊張，美國於十月初決定限制美國公司向中國最大半導體晶圓代工公司出口設備。在此之前，美國已制裁一間中國大型電信設備及消費電子產品公司，禁止其生產的裝置及設備安裝美國的運作系統，最終導致該中國公司的產品大批量斷供，受影響的產品包括向中國大型電信營運商供應的5G電信技術基站；有時甚至完全停止供貨。因此，許多信息技術項目遭暫停或延遲。此情況亦嚴重影響了如本公司般的線上／線下支付解決方案開發商及供應商。這是因為中國電信行業廣泛使用該受美國制裁公司的產品，而許多信息系統解決方案開發商及供應商是根據該中國大型電信設備及消費電子產品公司所生產的硬件進行信息系統軟件的二次開發。

信息技術解決方案供應商及其客戶(如電信營運商)需要切換到不受(或至少尚未受到)美國制裁規限的其他電信設備製造商的產品，亦可能需要於啟動該等信息技術項目前就美國運作系統的版權進行談判。

Moreover, the pandemic and the Sino-United States trade disputes also combined to affect China's economic development, causing both the Chinese government departments and businesses to retrench and reduce budgets, including those for solutions for online/offline payment.

Nevertheless, the pandemic also generated some opportunities for the information technology industry, especially for the internet sector, as it boosted demand for internet-enabled distance learning and online courses and teleconferences. Meanwhile, the retrenchment by the Chinese government departments and businesses also generated demand for a platform and software for reduction of both the operating cost and electric energy consumption.

As to the demand of the end-users of the online/offline payment systems, in the second quarter of 2020, the value of the payments processed by non-bank payment institutions through public information technology networks increased by 18.37% year on year to RMB70.22 trillion in the PRC, showing a deceleration from the year-on-year growth of 22.84% in the second quarter of 2019, according to the People's Bank of China. Meanwhile, the number of such payments grew by 14.48% year on year in the second quarter of 2020 to about 203.5 billion in the country, showing a considerable deceleration from the year-on-year increase of 44.52% in the second quarter of 2019.

此外，疫情及中美貿易爭端亦影響中國的經濟發展，導致中國政府部門及企業節流及削減預算（包括線上／線下支付解決方案的預算）。

然而，疫情亦令市場對互聯網遠程學習、在線課程及電話會議的需求上升，為信息技術產業，尤其是互聯網行業，帶來商機；而中國政府部門及企業節流，對能助其削減營運成本及電能消耗的平台及軟件也有殷切需求。

就線上／線下支付系統終端用戶的需求而言，根據中國人民銀行的資料，於二零二零年第二季度，中國非銀行支付機構於公共信息技術網絡處理的支付交易額同比增長18.37%至人民幣70.22萬億元，較二零一九年第二季度的22.84%同比增長放緩；而相關支付宗數於二零二零年第二季度則同比增長14.48%至約2,035億筆，與二零一九年第二季度的44.52%同比增長比較，明顯放緩。

BUSINESS REVIEW

The Company was stepping up its diversification into the business of internet electronic identity authentication during the Reporting Period in view of the significant impact of the United States sanctions against a major Chinese telecommunications equipment and consumer electronics company on its mainstay business of developing systems and solutions for online/offline digital payment.

For instance, the Group, through its 70%-held internet electronic identity authentication company Shenzhen CITIC Cyber Security Authentication Co., Ltd. (深圳市中信網安認證有限公司) (“**CITIC Cyber Security**”), has been building up a reserve of technologies of its proprietary mobile phone SIM (“**subscriber identification module**”) card-based system for electronic identity authentication.

In July 2020, CITIC Cyber Security signed a contract to build a unified digital authentication system, carry out application integration and operate and maintain such system for an information technology subsidiary of a China-based transportation infrastructure design and construction firm.

In June 2020, CITIC Cyber Security signed an agreement with a Shenzhen-based information technology system developer to authenticate the identities of the customers of a mainland China-based full-service investment banking enterprise and the identities of the holders of the bank cards issued by mainland Chinese banks with their real names as shown on the citizens’ identity cards during transactions.

業務回顧

本公司鑒於美國對一間中國大型電信設備及消費電子產品公司的制裁已嚴重影響了其線上／線下數字支付系統及解決方案開發此一主營業務，故此於報告期間加緊將業務多元化，尤其著力發展互聯網電子身份核驗業務。

例如，本集團透過其持有70%股權的互聯網電子身份核驗公司深圳市中信網安認證有限公司(「**中信網安**」)，建立其自行開發的以手機SIM(「**用戶身份識別模組**」)卡為本的電子身份核驗系統的技術儲備。

於二零二零年七月，中信網安簽署一份合約，為中國一家交通運輸基礎設施設計及建造公司旗下的信息技術附屬公司建設統一數字認證系統、執行應用集成及運作和維修該系統。

於二零二零年六月，中信網安與深圳一家信息技術系統開發商簽訂協議，為中國大陸一家全方位服務投資銀行認證其客戶身份及認證各家中國大陸銀行所發行銀行卡的持有人身份，並在交易時按公民身份證所示實名認證。

CITIC Cyber Security had earlier signed an agreement with a Shenzhen branch of a PRC-based bank to jointly promote each other's respective services, namely CITIC Cyber Security's internet electronic identity authentication and the bank's financial services in June 2019. Under that agreement, eCitizen (“e 公民” in Chinese), which is CITIC Cyber Security's proprietary mobile phone SIM card-based system for electronic identity authentication, would be applied to the bank's financial services. The system would enable its digital identity holders to safely log in, sign digitally and have their personal data protected in online transactions. In the same month, CITIC Cyber Security also reached an agreement with a Shenzhen-based certificate authority to cooperate in combining eCitizen SIM card and digital certificates and in applying the two combined technologies to such fields as electronic signature. In January 2020, CITIC Cyber Security signed a contract to develop and implement on behalf of another PRC-based bank a platform for signing, managing and auditing contracts electronically.

Other businesses that the Group had also diversified into since the financial year ended 31 March 2020 (the “**Previous Period**”) included subleasing co-working spaces of an office building in Shenzhen to mainly financial technology start-ups; the supply of electrical and electronic components, namely inductors and master control chips; the research on and development of an application for an online learning platform, financial software and related information technology system and solution, and information systems for housing; and the supply and installation of surveillance cameras as part of a security system.

中信網安早前已於二零一九年六月與中國一家銀行旗下的深圳分行簽訂協議，聯合推廣彼此的服務，即中信網安的互聯網電子身份核驗及該銀行的金融服務。根據該協議，中信網安自行開發的以手機SIM卡為本的電子身份核驗系統e公民將應用於該銀行的金融服務。該系統可讓數字身份的持有人安全登入、以數碼方式簽署、以及在進行線上交易時能保護其個人資料。同月，中信網安與深圳一家認證機構達成合作協議，以將e公民SIM卡及數位憑證這兩種技術結合，並且應用於電子簽署等範疇。於二零二零年一月，中信網安簽署一份合約，為中國另一家銀行開發以電子方式簽署、管理及審核合約的平台，及令其運作。

本集團於截至二零二零年三月三十一日止的財政年度（「**過往期間**」）開展的其他多元化業務包括在位於深圳的一座辦公樓分租共用工作空間，租戶主要為初創的金融科技企業；供應電感器及主控芯片等電氣及電子零部件；研發線上學習平台應用程式、金融軟件及相關信息技術系統與解決方案，和住房信息系統，以及為保安系統供應及安裝監控攝像機。

In addition to the diversification of its business to broaden its income stream, the Group also further developed its mainstay business of developing systems and solutions for online/offline digital payment to capitalize on the retrenchment measures of both the businesses and government departments in China. The Company's mainstay business used its expertise to develop and provide a platform and software for reduction of both the operating cost and electric energy consumption for a leading PRC-based telecommunications firm. However, the telecommunications firm decided to develop such platform and software by itself. The negotiation ended.

1. Development and construction of unified payment system and platform, and the provision of repair and maintenance services for such system and platform

The Company's wholly-owned subsidiary, Guangzhou YBDS IT Co., Ltd. (廣州韻博信息科技有限公司) ("Guangzhou YBDS"), won a tender in October 2019 for a contract to develop and maintain a unified payment system and platform of the Shenzhen-based subsidiary of a leading telecommunications company for years 2019 to 2021. The system and platform enable mobile wallet users to make mobile payment such as those of phone bills and to redeem consumption points and gift cards. It signed the contract in December 2019. Guangzhou YBDS intends to replicate the unified payment system and platform and then sell them to other units and/or subsidiaries of that leading telecommunications company in 31 provinces in the PRC.

本集團除了將其業務多元化以拓寬收入來源之外，亦進一步發展其線上／線下數字支付系統及解決方案開發此一主營業務，以把握中國企業及政府部門的節流措施所帶來的機遇。本公司的主營業務利用其專長為中國一家領先電信公司開發並提供一個能協助其降低經營成本及電能消耗的平台及軟件，但後來該電信公司決定自行開發該等平台和軟件，磋商因而結束。

1. 開發並構建統一支付系統及平台，並為該系統及平台提供維修及維護服務

於二零一九年十月，本公司的全資附屬公司廣州韻博信息科技有限公司(「廣州韻博」)中標投得一份合約，於二零一九年至二零二一年為一家領先電信公司位於深圳的附屬公司開發及維護統一支付系統及平台。該系統及平台令手機錢包用戶可進行電話賬單等移動支付以及兌換消費積分及禮品卡。該公司已於二零一九年十二月簽訂該份合約。廣州韻博擬複製此統一支付系統及平台，並將其售予該領先電信公司位於中國31個省份的其他單位及／或附屬公司。

2. Business of office rental which is bundled with information technology services and office administration services in Shenzhen

CITIC Cyber Security started a business of subleasing co-working spaces of an office building in Shenzhen to mainly financial technology start-ups in the financial year ended 31 March 2020 (the “**Previous Period**”). The office rental is bundled with its information technology services and some office administration services. During the Reporting Period, it subleased some co-working spaces to three more companies, bringing the total number of tenants to nineteen.

3. Research on and development of an application for online learning platform, financial software and related information technology system and solution, and information systems for housing

During the Previous Period, the Group signed a contract to research on and develop an application for an online learning platform, financial software and related information technology system and solution, and information systems for housing on behalf of an information technology solution provider for the period from 15 October 2019 to 14 October 2020. The information systems for housing include those for a user’s application management, property management and leasing management.

2. 於深圳從事辦公室租賃業務，輔以信息技術服務及辦公室行政服務

於截至二零二零年三月三十一日止財政年度（「**過往期間**」），中信網安已在位於深圳的一座辦公樓開始分租共用工作空間的業務，租戶主要為初創的金融科技企業。該辦公室租賃業務連帶中信網安所提供的信息技術服務及若干辦公室行政服務。於報告期間，中信網安分租若干共用工作空間予三家公司，租戶總數達十九個。

3. 研發線上學習平台應用程式、金融軟件及相關信息技術系統與解決方案，以及住房信息系統

於過往期間，本集團簽訂了一份合約，為一家信息技術解決方案供應商於二零一九年十月十五日至二零二零年十月十四日研發線上學習平台應用程式、金融軟件及相關信息技術系統與解決方案，以及住房信息系統。該等住房信息系統包括用戶的應用程式管理信息系統、物業管理信息系統和租房管理信息系統。

4. Supply, installation and testing of surveillance cameras as part of a security system

The Company's another wholly-owned subsidiary, Shenzhen YBDS IT Co., Ltd. (深圳市韻博信息科技有限公司) ("Shenzhen YBDS") supplied, installed and tested surveillance cameras as part of a security system on behalf of a company that develops and trades in security alarms, security cameras and home surveillance equipment, and other electronic products during the Reporting Period.

5. Development and implementation of a platform for electronically signing, managing and auditing contracts

In January 2020, CITIC Cyber Security signed a contract to develop and implement on behalf of a PRC-based bank a platform for signing, managing and auditing contracts electronically. It also signed a contract in March 2020 to supply information technology equipment to that bank to enable that platform and it had finished the contract during the first quarter ended 30 June 2020.

6. Authenticating the identities of the customers of a Chinese investment bank

In June 2020, CITIC Cyber Security signed an agreement with a Shenzhen-based information technology system developer to authenticate the identities of the customers of a China-based full-service investment banking enterprise and the identities of the holders of the bank cards issued by mainland Chinese banks with their real names as shown on the citizens' identity cards during transactions. The information about customers' identities will be sent by the information technology system developer on behalf of that investment banking enterprise to CITIC Cyber Security through websites, application programming interface (API) or terminals for authentication.

4. 為保安系統供應、安裝及測試監控攝像機

於報告期間，本公司另一家全資附屬公司深圳市韻博信息科技有限公司(「深圳韻博」)為一間開發及買賣保安警報器、保安攝像機、家用監控設備及其他電子產品的公司的一個保安系統供應、安裝及測試監控攝像機。

5. 開發以電子方式簽署、管理及審核合約的平台，並令其運作

於二零二零年一月，中信網安簽署一份合約，為中國一家銀行開發以電子方式簽署、管理及審核合約的平台，並令其運作。於二零二零年三月亦訂立一份合約，向該銀行提供信息技術設備以啟用該平台，並已於截至二零二零年六月三十日止第一季度完成該份合約。

6. 替一家中國投資銀行認證其客戶的身份

於二零二零年六月，中信網安與一家深圳信息科技系統開發商簽訂協議，獲委託替一家中國的全方位服務投資銀行認證其客戶的身份及認證各家中國大陸銀行所發行銀行卡的持有人身份，並在交易時按公民身份證所示實名認證。有關客戶身份的資料將由該家信息科技系統開發商代表該投資銀行透過網頁、應用程式編程接口(API)或終端機發送予中信網安以作認證。

7. Construction of unified digital authentication system, application integration and operation and maintenance of the system

In July 2020, CITIC Cyber Security signed a contract to build a unified digital authentication system, carry out application integration and operate and maintain such system for an information technology subsidiary of a China-based transportation infrastructure design and construction firm. CITIC Cyber Security will provide both services and hardware for its client.

PROSPECT

The United States' sanctions against a major Chinese telecom equipment and consumer electronics firm has significantly affected the Group's mainstay business of developing systems and solutions for online/offline digital payment. To minimize such impact on its overall business, the Group will step up the development of its business of internet security, that is, the business of its proprietary mobile phone SIM card-based system for electronic identity authentication through its majority-owned internet electronic identity authentication firm CITIC Cyber Security.

CITIC Cyber Security made progress by signing an agreement in June 2020 to authenticate the identities of the customers of a Chinese investment bank and a contract in July 2020 to build a unified digital authentication system, carry out application integration and operate and maintain such system for an information technology subsidiary of a China-based transportation infrastructure design and construction firm.

The Group will press ahead with its two-pronged business strategy, namely diversifying its business to broaden the income stream and tapping further the potential of its mainstay business.

7. 構建統一數字認證系統、執行應用集成及運作和維修該系統

於二零二零年七月，中信網安簽署一份合約，為中國一家交通運輸基礎設施設計及建造公司旗下的信息技術附屬公司建設統一數字認證系統、執行應用集成及運作和維修該系統。中信網安將向該客戶提供服務及硬件。

前景

美國對一家中國大型電信設備及消費電子產品公司實施制裁，已嚴重影響了本集團的線上／線下數字支付系統及解決方案開發此一主營業務。為盡量減少該情況對其整體業務的影響，本集團將加快發展互聯網安全業務，即透過其所控股的互聯網電子身份核驗公司中信網安著力發展其自行開發的以手機SIM卡為本的電子身份核驗業務。

中信網安取得了進展，於二零二零年六月，簽署協議為一家中國投資銀行核驗其客戶身份，並於二零二零年七月簽署一份合約，為中國一家交通運輸基礎設施設計及建造公司的信息技術附屬公司構建統一數字認證系統、執行應用集成及運作和維修該系統。

本集團將繼續實施雙管齊下的業務策略，即令業務多元化以擴大收入來源，和進一步挖掘其主營業務的潛力。

LIQUIDITY, FINANCIAL RESOURCES AND CAPITAL STRUCTURE

As at 30 September 2020, the shareholders' funds of the Group amounted to approximately HK\$36,416,000. Current assets of approximately HK\$59,777,000 were mainly comprised of cash and cash equivalents of approximately HK\$25,217,000, and trade and other receivables of approximately HK\$11,488,000. Current liabilities of approximately HK\$35,419,000 were mainly comprised of trade and other payables of approximately HK\$32,175,000. The Group expresses its gearing ratio as a percentage of bank borrowings and long-term debts over total equity. As at 30 September 2020, the Group did not have any borrowings or long-term debt. The liquidity ratio of the Group, represented by a ratio of current assets over current liabilities, was 1.69 (As at 31 March 2020: 0.8), reflecting the adequacy of financial resources.

The Company raised net proceeds of approximately HK\$100 million through a subscription (the "**Subscription**") on 5 August 2013 by issuing 450,000,000 ordinary shares of the Company at a subscription price of HK\$0.225 per ordinary share of the Company to Happy On Holdings Limited ("**Happy On**"). Immediately after the completion of the Subscription, Happy On held 987,888,771 shares of the Company, representing approximately 72.83% of the total issued share capital of the Company.

As stipulated in the circular of the Company dated 11 July 2013, such proceeds were to be applied in (i) paying and contributing to the registered capital, increased registered capital and further investment in Guangzhou YBDS and Beijing YBDS IT Co., Ltd.* (北京韻博港信息科技有限公司) ("**Beijing YBDS**"), the two indirect wholly-owned subsidiaries of the Company, especially for Beijing YBDS in order to meet the minimum capital threshold requirement when submitting bids for proposed projects offered by the relevant telecommunications service providers in the PRC; and (ii) general working capital of the Company.

流動資金、財務資源及資本結構

於二零二零年九月三十日，本集團股東資金金額約為36,416,000港元。約59,777,000港元的流動資產主要包括約25,217,000港元的現金及現金等價物，以及約11,488,000港元的貿易及其他應收款項。約35,419,000港元的流動負債主要包括約32,175,000港元的貿易及其他應付款項。本集團的資產及負債比率以銀行借貸及長期債務佔權益總額的百分比表示。於二零二零年九月三十日，本集團並無任何借貸或長期債務。本集團的流動資金比率（流動資產佔流動負債比率）為1.69（於二零二零年三月三十一日：0.8），反映財政資源充足。

本公司於二零一三年八月五日已透過一項認購事項（「**認購事項**」）籌集所得款項淨額約100,000,000港元，方式為按每股本公司普通股0.225港元的認購價向Happy On Holdings Limited（「**Happy On**」）發行450,000,000股本公司普通股。緊隨認購事項完成後，Happy On持有987,888,771股本公司股份，相當於本公司已發行股本總額約72.83%。

按本公司日期為二零一三年七月十一日之通函所規定，該等所得款項乃撥作下列用途：(i)對本公司兩間間接全資附屬公司廣州韻博及北京韻博港信息科技有限公司（「**北京韻博**」）（尤其是北京韻博）的註冊資本進行注資、增資及作進一步投資，以就中國相關電信服務供應商所推出的建議項目進行投標時，可符合最低資本限額之規定；及(ii)本公司的一般營運資金。

During the year ended 31 March 2015, the Company applied approximately HK\$19,785,000 of the proceeds to pay up the outstanding remaining increased registered capital of Guangzhou YBDS. As the Company acquired China Mobile Payment Technology Group Company Limited on 23 December 2014, a holding company that owns a subsidiary with the aforesaid threshold requirement for bids submission, Beijing YBDS was no longer needed and had been de-registered on 17 June 2016. As stated in the announcement dated 23 December 2014, the part of proceeds of approximately HK\$45.5 million originally earmarked for Beijing YBDS' registered capital and total investment increase, together with the remaining balance of the proceeds were then added to the Company's capital for new potential projects and general working capital purposes.

For details, please refer to the announcements of the Company dated 3 June 2013, 5 August 2013, 20 August 2014 and 23 December 2014, and the circulars dated 11 July 2013 and 10 November 2014.

SIGNIFICANT INVESTMENTS

As at 30 September 2020, the Group held financial assets at fair value through profit or loss of RMB20,260,000 (equivalent to approximately HK\$23,072,000) (31 March 2020: RMB26,560,000 (equivalent to approximately HK\$29,035,000)).

It recorded a total revenue of approximately HK\$393,000 during the Reporting Period, mainly attributable to the dividend income received from the investment portfolio.

The financial assets are the investment funds which invests in various types of bonds issued by the interbank and exchange markets, as well as capital lending, reverse repurchase, time deposits, brokerage beneficiary certificates, trust plans, asset management plans and etc. that meet the requirements of the regulatory authority.

截至二零一五年三月三十一日止年度，本公司已將所得款項中約19,785,000港元用於繳足廣州韻博增加註冊資本的尚未償還餘額部分。由於本公司於二零一四年十二月二十三日已收購中國支付科技集團有限公司（擁有上述遞交標書限額規定附屬公司之控股公司），北京韻博已不再必要並於二零一六年六月十七日註銷登記。誠如日期為二零一四年十二月二十三日的公告所述，所得款項的一部分約45,500,000港元原先指定用作繳付北京韻博的註冊資本及增加總投資，連同所得款項的餘額則加入本公司的資本，以用於新潛在項目及一般營運資金。

有關詳情請參閱本公司日期為二零一三年六月三日、二零一三年八月五日、二零一四年八月二十日及二零一四年十二月二十三日的公告，以及日期為二零一三年七月十一日及二零一四年十一月十日的通函。

重大投資

於二零二零年九月三十日，本集團持有按公平值計入損益之金融資產人民幣20,260,000元（相當於約23,072,000港元）（二零二零年三月三十一日：人民幣26,560,000元（相當於約29,035,000港元）。

於報告期間錄得總收益約393,000港元，主要來自投資組合的股息收入。

金融資產為投資基金，投資於銀行間及交易所市場發行的各類債券，以及資金拆借、逆回購、定期存款、券商受益憑證、信託計劃、資產管理計劃等符合監管機構要求的金融資產。

EXPOSURE TO EXCHANGE RATE FLUCTUATIONS

Most of the transactions of the Group are denominated in Hong Kong Dollar (“HKD”) and Renminbi (“RMB”). The Group adopts a conservative treasury policy with most of the bank deposits being kept in HKD, or in the local currencies of the operating subsidiaries to minimize the exposure to foreign exchange risks. As at 30 September 2020, the Group had no foreign exchange contracts, interests or currency swaps or other financial derivatives for hedging purposes.

OPERATING LEASE COMMITMENTS

As at 30 September 2020, the Group had operating lease commitments of approximately HK\$36,000.

CAPITAL COMMITMENTS

As at 30 September 2020, the contracted capital commitments of the Group were nil.

CONTINGENT LIABILITIES

As at 30 September 2020, the Group had no material contingent liabilities.

CHARGES ON THE GROUP'S ASSETS

As at 30 September 2020, the Group had no charges on the Group's assets.

SEGMENT INFORMATION

The analysis of the principal activities of the operations of the Group is set out in Note 4 to the Condensed Financial Report.

匯率波動之風險承擔

本集團大部分交易是以港元(「港元」)及人民幣(「人民幣」)列值。本集團採納穩健的庫務政策，大部分銀行存款以港元存放，或以經營附屬公司的當地貨幣存放，以盡量減低外匯風險。於二零二零年九月三十日，本集團並無外匯合約、利息或貨幣掉期或其他金融衍生工具，以作對沖用途。

經營租賃承擔

於二零二零年九月三十日，本集團有經營租賃承擔約36,000港元。

資本承擔

於二零二零年九月三十日，本集團並無合約資本承擔。

或然負債

於二零二零年九月三十日，本集團並無重大或然負債。

抵押本集團資產

於二零二零年九月三十日，本集團並無抵押其資產。

分類資料

本集團營運之主要活動分析載於簡明財務報告附註4。

EMPLOYEES AND REMUNERATION POLICIES

As at 30 September 2020, the Group had 23 employees (2019: 60 employees). The total remuneration paid to employees, including Directors, for the Reporting Period was approximately HK\$2,793,000 (2019: HK\$5,244,000). The remuneration is determined by reference to the market terms and the performance, qualification and experience of each individual employee. The annual year-end double pay is paid based on each individual employee's performance as a recognition of and reward for their contributions. Other benefits accruing to the employees include contributions made to statutory mandatory provident fund scheme and a group medical scheme. We also subsidise our employees for pursuing further studies in related fields.

DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN THE SHARES, UNDERLYING SHARES OR DEBENTURES OF THE COMPANY OR ANY ASSOCIATED CORPORATIONS

As at 30 September 2020, (i) Mr. Wang Xiaoqi is interested in 382,000 ordinary shares of the Company, representing approximately 0.028% of the total number of ordinary shares in issue of the Company; (ii) Mr. Ho Yeung is interested in 18,083,500 ordinary shares of the Company, representing approximately 1.333% of the total number of ordinary shares in issue of the Company. Save as disclosed above, none of the other Directors or their respective associates and the chief executive of the Company had any interests or short positions in the shares and underlying shares of the Company or its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong (the "SFO")) as recorded in the register required to be kept by the Company under Section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to the minimum standards of dealing by directors of the Company as referred to in Rule 5.46 of the GEM Listing Rules.

僱員及薪酬政策

於二零二零年九月三十日，本集團聘用23名僱員（二零一九年：60名僱員）。於報告期間，已付僱員薪酬總額（包括董事薪酬）約為2,793,000港元（二零一九年：5,244,000港元）。薪酬乃根據市場待遇，以及個別僱員之表現、資格及經驗而定。以個別僱員表現為基準之年度年終雙薪將支付予僱員，以確認及獎勵彼等之貢獻。其他僱員福利包括給予法定強制性公積金計劃之供款，以及團體醫療計劃。僱員在相關範疇深造，我們亦會提供資助。

董事及主要行政人員於本公司或任何相聯法團之股份、相關股份或債券之權益及淡倉

於二零二零年九月三十日，(i) 王曉琦先生擁有本公司382,000股普通股權益，佔本公司已發行普通股總數約0.028%；(ii) 何洋先生擁有本公司18,083,500股普通股權益，佔本公司已發行普通股總數約1.333%。除上文所披露者外，概無其他本公司董事或彼等各自之聯繫人士及主要行政人員於本公司或其相聯法團（定義見香港法例第571章證券及期貨條例（「證券及期貨條例」）第XV部）之股份及相關股份中擁有本公司根據證券及期貨條例第352條須存置之登記冊所記錄，或根據GEM上市規則第5.46條所指本公司董事進行交易之最低標準須另行知會本公司及聯交所之任何權益或淡倉。

SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS AND SHORT POSITIONS IN THE SHARES OR UNDERLYING SHARES OF THE COMPANY

As at 30 September 2020, so far as the Directors are aware of and having made due enquires, the following persons (not being a Director or chief executive of the Company) had, or were deemed to have interests or short positions in the shares or underlying shares of the Company as recorded in the register required to be kept by the Company under Section 336 of the SFO and/or were directly or indirectly interested in 5% or more of the issued share capital carrying rights to vote in all circumstances at general meetings of any other members of the Group:

主要股東及其他人士於本公司股份或相關股份中擁有之權益及淡倉

於二零二零年九月三十日，據董事作出周詳查詢後所知悉，下列人士（並非本公司董事或主要行政人員）於本公司股份或相關股份中擁有或被視作擁有本公司根據證券及期貨條例第336條須存置之登記冊所記錄之權益或淡倉及／或直接或間接擁有附帶權利可在任何情況下於本集團任何其他成員公司之股東大會上投票之已發行股本5%或以上權益：

Name of shareholder	Capacity	Number of issued ordinary shares held	Approximate percentage of issued share capital as at 30 September 2020
股東名稱／姓名	身份	所持已發行普通股數目 (Note 2) (附註2)	於二零二零年九月三十日佔已發行股本概約百分比 (Note 3) (附註3)
Happy On Holdings Limited ("Happy On") (Note 1)	Beneficial owner	987,888,771 (L)	72.83%
Happy On Holdings Limited ("Happy On")(附註1)	實益擁有人		
Mr. Chan Foo Wing ("Mr. Chan") (Note 1) 陳富榮先生(「陳先生」) (附註1)	Interest in a controlled corporation 受控法團權益	987,888,771 (L)	72.83%

Notes:

1. As Mr. Chan is the ultimate beneficial owner and the sole director of Happy On, by virtue of the SFO, Mr. Chan is deemed to be interested in the 987,888,771 shares held by Happy On.

附註：

1. 由於陳先生為Happy On之最終實益擁有人及唯一董事，根據證券及期貨條例，陳先生被視作於Happy On所持有之987,888,771股股份中擁有權益。

2. “L” means long positions in the shares.
3. Based on 1,356,250,000 shares of the Company in issue as at 30 September 2020.

Save as disclosed above, as at 30 September 2020, so far as the Directors are aware of and having made due enquiries, there were no other persons (other than the Directors or chief executives of the Company) who had interests or short positions in the shares or underlying shares of the Company as recorded in the register required to be kept by the Company under Section 336 of the SFO and/or were directly or indirectly interested in 5% or more of the issued share capital carrying rights to vote in all circumstances at general meetings of any other members of the Group.

DIRECTORS' RIGHT TO ACQUIRE SHARES OR DEBENTURES

Save as disclosed above, at no time during the Reporting Period were rights to acquire benefits by means of the acquisition of shares in or debentures of the Company granted to any Director or their respective spouses or minor children, or were any such rights exercised by them; or was the Company or any of its subsidiaries a party to any arrangement to enable the Directors to acquire such rights in any other body corporate.

OPTIONS TO SUBSCRIBE FOR SHARES IN THE COMPANY

A share option scheme was adopted on 1 August 2011 by the shareholders of the Company under which the Directors may, at their discretion, grant options to themselves and any employees of the Group entitling them to subscribe for shares representing up to a maximum of 10 per cent of the shares of the Company in issue as at the date of approval of the share option scheme. The purpose of the share option scheme is to enable the Company to grant options to participants as incentives and rewards for their contributions to the Company or its subsidiaries.

2. 「L」指股份之好倉。
3. 根據本公司於二零二零年九月三十日已發行1,356,250,000股股份計算。

除上文披露者外，於二零二零年九月三十日，據董事作出周詳查詢後知悉，概無其他人士（除本公司董事或主要行政人員外）於本公司股份或相關股份中擁有本公司根據證券及期貨條例第336條須存置之登記冊所記錄之權益或淡倉及／或附帶權利可直接或間接在任何情況下於本集團任何其他成員公司之股東大會上投票之已發行股本5%或以上權益。

董事購買股份或債券之權利

除上文披露者外，於報告期間任何時間概無授出任何權利予任何董事、彼等各自之配偶或未成年子女，致使彼等可透過購買本公司股份或債券而獲取利益，彼等亦無行使任何該等權利；而本公司或其任何附屬公司亦無參與任何安排，致使董事於任何其他法人團體獲得該等權利。

認購本公司股份之購股權

根據本公司股東於二零一一年八月一日採納之購股權計劃，董事可酌情授出購股權予彼等及本集團任何僱員，賦予彼等權利認購最多佔本公司於購股權計劃批准日期已發行股份10%之股份。購股權計劃旨在可讓本公司向參與人士授出購股權，作為彼等向本公司或其附屬公司作出貢獻之獎勵或回報。

No options were granted under the share option scheme since its adoption by the Company or outstanding, lapsed, cancelled or exercised at any time during the Reporting Period.

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

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

DIRECTORS' INTEREST IN COMPETING BUSINESS

As at the date of this report, none of the Directors or the substantial shareholders of the Company or their respective associates (as defined in the GEM Listing Rules) had any interest in a business which competed with or might compete with any business of the Group and had or might have any other conflicts of interest with the Group.

CODE OF CONDUCT REGARDING SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted a code of conduct regarding securities transactions by Directors on terms no less exacting than the required standard of dealings set out in Rules 5.48 to 5.67 of the GEM Listing Rules. Having made specific enquiries, all Directors have complied with the required standard of dealings and the code of conduct regarding securities transactions by directors adopted by the Company throughout the Reporting Period.

CORPORATE GOVERNANCE PRACTICES

The Company has adopted the code provisions (the **"Code Provisions"**) set out in the Corporate Governance Code and Corporate Governance Report (the **"Code"**) as set out in Appendix 15 to the GEM Listing Rules. The Company has complied with the Code Provisions set out in the Code throughout the Reporting Period except for the deviations from Code Provisions A.1.8 and A.2.1 of the Code as explained as follows:

自本公司採納購股權計劃以來，概無購股權根據有關計劃授出，或於報告期間任何時間尚未行使、失效、註銷或行使。

購買、贖回或出售本公司之上市證券

於報告期間，本公司或其任何附屬公司概無購買、贖回或出售本公司任何上市證券。

董事於競爭業務之權益

於本報告日期，本公司董事或主要股東或彼等各自之聯繫人(定義見GEM上市規則)概無在足以或可能與本集團任何業務構成競爭之業務中擁有任何權益，亦無與本集團產生或可能產生任何其他利益衝突。

有關董事進行證券交易之操守守則

本公司已採納有關董事進行證券交易之操守守則，其條款不較GEM上市規則第5.48至5.67條所載規定交易準則寬鬆。經作出特定查詢後，於報告期間，全體董事一直遵守本公司採納之規定交易準則及董事進行證券交易之操守守則。

企業管治常規

本公司已採納GEM上市規則附錄十五所載之企業管治守則及企業管治報告(「守則」)之守則條文(「守則條文」)。本公司於報告期間一直遵守守則所載之守則條文，惟如下文解釋偏離守則之守則條文A.1.8及A.2.1除外：

Code Provision A.1.8

Code Provision A.1.8 stipulates that the Company should arrange appropriate insurance cover in respect of legal actions against its directors.

During the Reporting Period, the Board considered that under the current situations of the close management and the business scale of the Group, the possibility of actual litigation against the Directors is very low. The Company will consider reviewing various insurance cover proposals and will make such an arrangement as appropriate.

Code Provision A.2.1

Code Provision A.2.1 stipulates that the roles of chairman and chief executive officer should be separated.

The executive Directors, namely, Mr. Wang Xiaoqi and Mr. Ho Yeung are focused on evaluating new potential business and investment opportunities and formulating and implementing business strategies to enhance the revenue and growth potential of the Company. Hence, a new chairman and chief executive officer will not be appointed until suitable candidates have been identified for such purpose.

RISK MANAGEMENT AND INTERNAL CONTROL

The Board has conducted a review of its risk management and internal control systems under Code Provision C.2 of the Code as set out in Appendix 15 to the GEM Listing Rules.

The Board has engaged an independent consultants, Roma Risk Advisory Limited (“**Roma**”) to execute the internal audit and risk management functions. The Board reviews risk management and internal control systems on an annual basis and when necessary.

A review of the effectiveness of the risk management and internal control systems has been conducted and the Company considers them effective and adequate during the Reporting Period.

守則條文 A.1.8

守則條文A.1.8規定，本公司應就其董事可能會面對之法律訴訟作適當投保安排。

於報告期間，董事會認為，鑒於本集團密切管理及業務規模之現況，針對董事的實際訴訟可能性極低。本公司將考慮審閱多個投保建議並於適當時候作出該等安排。

守則條文 A.2.1

守則條文A.2.1規定，主席及行政總裁之職務應予區分。

執行董事王曉琦先生以及何洋先生專注評估新潛在業務及投資機會，並制定及履行業務策略，以加強本公司之收益及增長潛力。因此，直至就該等目的而言物色適合人選前，均不會委任新主席及行政總裁。

風險管理及內部監控

董事會已根據GEM上市規則附錄十五所載之守則之守則條文C.2，對其風險管理及內部監控制度作出審閱。

董事會已委聘獨立顧問羅馬風險諮詢有限公司(「羅馬」)執行內部審計及風險管理職能。董事會每年及於有需要時審視風險管理及內部監控制度。

本公司已對風險管理及內部監控制度之效能作出審閱及本公司認為於報告期間其屬有效及充份。

During the Reporting Period, the Company has followed up on those recommendations made by Roma as part of its comprehensive review on the internal controls of the Group. As such, the Group's internal supervision and risk prevention measures continue to improve.

AUDIT COMMITTEE

The audit committee of the Company (the “**Audit Committee**”) was established in May 2000, and the Company adopted a revised specific terms of reference on 10 January 2019 in accordance with Rules 5.28 to 5.33 of the GEM Listing Rules. Currently, the Audit Committee comprises Mr. Tse Yee Hin, Tony, Mr. Lau Chor Ki and Mr. Wong Kin Kee, all of whom are independent non-executive Directors. Mr. Tse Yee Hin, Tony is the current chairman of the Audit Committee. The primary duties of the Audit Committee are to review the Group's audit findings, accounting policies and standards, changes of accounting rules (if any), compliance with the GEM Listing Rules, internal and audit control, and cash flow forecast.

The unaudited consolidated results of the Group for the Reporting Period have been reviewed by the Audit Committee.

By order of the Board
Quantum Thinking Limited
Wang Xiaoqi
Director

Hong Kong, 13 November 2020

As at the date of this report, the executive Directors are Mr. Wang Xiaoqi and Mr. Ho Yeung; and the independent non-executive Directors are Mr. Lau Chor Ki, Mr. Tse Yee Hin, Tony and Mr. Wong Kin Kee.

* For identification purpose only

於報告期間，本公司已跟進羅馬對本集團之內部監控狀況進行全面審查得出之建議。因此，本集團之內部監察及風險預防措施得以改善。

審核委員會

本公司審核委員會（「**審核委員會**」）於二零零零年五月成立，本公司已根據GEM上市規則第5.28至5.33條之規定於二零一九年一月十日採納經修訂具體職權範圍。現時，審核委員會由謝宇軒先生、柳楚奇先生及黃建基先生組成，全部為獨立非執行董事。謝宇軒先生為審核委員會現任主席。審核委員會之主要職責為檢討本集團之審核結果、會計政策及準則、會計規則之變動（如有）、GEM上市規則之遵守情況、內部及審核監控以及現金流量預測。

審核委員會已審閱本集團於報告期間之未經審核綜合業績。

承董事會命
量子思維有限公司
董事
王曉琦

香港，二零二零年十一月十三日

於本報告日期，執行董事為王曉琦先生及何洋先生；而獨立非執行董事為柳楚奇先生、謝宇軒先生及黃建基先生。

Quantum Thinking Limited
量子思維有限公司