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**Changhong Jiahua Holdings Limited**  
**長虹佳華控股有限公司**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 3991)**

**ANNOUNCEMENT OF INTERIM RESULTS**  
**FOR THE SIX MONTHS ENDED 30 JUNE 2020**

**UNAUDITED INTERIM RESULTS**

The board of directors of the Company (the “**Board**”) is pleased to announce the unaudited condensed consolidated interim results of the Company and its subsidiaries (together, the “**Group**”) for the six months ended 30 June 2020 together with the unaudited comparative figures for the corresponding period in 2019 as follows:

**CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND**  
**OTHER COMPREHENSIVE INCOME**

*For the six months ended 30 June 2020*

		<b>2020</b>	2019
		<b>HK\$'000</b>	HK\$'000
	<i>Note</i>	<b>(Unaudited)</b>	(Unaudited)
Revenue	3	<b>17,423,519</b>	13,021,444
Cost of sales		<b>(16,960,875)</b>	(12,577,941)
Gross profit		<b>462,644</b>	443,503
Other income		<b>23,017</b>	28,867
Research and development expenses		<b>(10,325)</b>	(4,138)
Administrative expenses		<b>(75,400)</b>	(65,346)
Impairment loss on trade receivables, net		<b>(10,550)</b>	(5,454)
Exchange (loss) gain, net		<b>(1,039)</b>	102
Distribution and selling expenses		<b>(134,822)</b>	(135,592)
Finance cost		<b>(59,781)</b>	(47,824)

		2020 <i>HK\$'000</i> (Unaudited)	2019 <i>HK\$'000</i> (Unaudited)
	<i>Notes</i>		
<b>Profit from operation</b>	5	<b>193,744</b>	214,118
Income tax expense	6	<u>(44,650)</u>	<u>(51,063)</u>
<b>Profit for the period attributed to owners of the Company</b>		<b><u>149,094</u></b>	<b><u>163,055</u></b>
<b>Other comprehensive expense</b>			
<i>Item that will not be reclassified to profit or loss:</i>			
Exchange differences arising from translation of consolidated financial statements to presentation currency		<u>(43,003)</u>	<u>(7,423)</u>
<b>Total comprehensive income for the period attributable to owners of the Company</b>		<b><u>106,091</u></b>	<b><u>155,632</u></b>
<b>Earnings per share</b>			
Basic and diluted (HK cents)	7	<b><u>5.80</u></b>	<b><u>6.34</u></b>

# CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 June 2020

		<b>30 June</b>	31 December
		<b>2020</b>	2019
		<b>HK\$'000</b>	<b>HK\$'000</b>
	<i>Notes</i>	<b>(Unaudited)</b>	<b>(Audited)</b>
<b>NON-CURRENT ASSETS</b>			
Plant and equipment		<b>16,888</b>	18,326
Intangible assets		<b>25,174</b>	28,404
Right-of-use assets		<b>14,729</b>	2,946
Financial asset at fair value through profit or loss		<b>30,107</b>	30,699
		<b>86,898</b>	80,375
<b>CURRENT ASSETS</b>			
Inventories		<b>1,983,911</b>	2,115,395
Trade receivables	8	<b>2,286,658</b>	2,087,415
Bills receivables at fair value through other comprehensive income		<b>550,812</b>	381,023
Prepayments, deposits and other receivables		<b>108,971</b>	93,935
Amounts due from related companies		<b>27,828</b>	19,084
Trade deposits paid		<b>458,836</b>	771,271
Pledged bank deposits		<b>557,931</b>	1,022,483
Cash and bank balances		<b>717,861</b>	711,740
		<b>6,692,808</b>	7,202,346
<b>CURRENT LIABILITIES</b>			
Trade and bills payables	9	<b>3,098,832</b>	3,633,152
Other payables		<b>264,970</b>	309,237
Tax payables		<b>15,854</b>	14,857
Borrowings	10	<b>1,242,966</b>	1,005,285
Amount due to related companies		<b>38,314</b>	6,412
Contract liabilities		<b>199,049</b>	409,903
Lease liabilities		<b>7,399</b>	3,058
		<b>4,867,384</b>	5,381,904
<b>NET CURRENT ASSETS</b>		<b>1,825,424</b>	1,820,442

	<b>30 June</b>	31 December
	<b>2020</b>	2019
	<b>HK\$'000</b>	<b>HK\$'000</b>
<i>Notes</i>	<b>(Unaudited)</b>	(Audited)
<b>TOTAL ASSET LESS CURRENT LIABILITIES</b>	<b><u>1,912,322</u></b>	<u>1,900,817</u>
<b>NON-CURRENT LIABILITIES</b>		
Government grants	<b>1,841</b>	1,946
Lease liabilities	<b><u>8,421</u></b>	<u>81</u>
	<b><u>10,262</u></b>	<u>2,027</u>
<b>NET ASSETS</b>	<b><u><u>1,902,060</u></u></b>	<u><u>1,898,790</u></u>
<b>CAPITAL AND RESERVES</b>		
Share capital	<b>36,366</b>	36,366
Convertible preference shares	<b>27,897</b>	27,897
Reserves	<b><u>1,837,797</u></b>	<u>1,834,527</u>
<b>TOTAL EQUITY</b>	<b><u><u>1,902,060</u></u></b>	<u><u>1,898,790</u></u>

# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

*For the six months ended 30 June 2020*

## 1. GENERAL

Changhong Jiahua Holdings Limited (the “**Company**”) was incorporated in Bermuda with limited liability.

During the period, the Company’s shares were listed on GEM of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) before 18 March 2020, and the listing of the Company’s shares have been transferred from GEM to Main Board of the Stock Exchange on 18 March 2020 pursuant to the approval granted by the Stock Exchange on 9 March 2020. The address of its registered office is Clarendon House, 2 Church Street, Hamilton HM 11, Bermuda. The address of its principal place of business is Unit 1412, 14/F., West Tower, Shun Tak Centre, 168-200 Connaught Road Central, Hong Kong.

The Company is an investment holding company. The principal activities of its subsidiaries (together with the Company collectively “**the Group**”) are set out in Note 4.

The functional currency of the Company is Renminbi (“**RMB**”) and the consolidated financial statements are presented in Hong Kong dollars (“**HK\$**”). As the Company is a public company with its shares listed on the Stock Exchange with most of its investors located in Hong Kong, the directors of the Company consider that HK\$ is preferable in presenting the operating result and financial position of the Group.

Sichuan Changhong Electronic Co., Limited (“**Sichuan Changhong**”), a company incorporated in the People’s Republic of China (the “**PRC**”) with its shares listed on the Shanghai Stock Exchange, has obtained the control over the board of directors of the Company since 2012. In the opinion of the directors of the Company, the ultimate holding company of the Company is Sichuan Changhong as at 30 June 2020. Its immediate holding company is Fit Generation Holding Limited, a private company incorporated in the British Virgin Islands.

## 2. BASIS OF PREPARATION

The unaudited condensed consolidated financial statements of the Group and selected explanatory notes has been prepared in accordance with the applicable disclosure provisions of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and by the Hong Kong Companies Ordinance, including compliance with Hong Kong Accounting Standard (“**HKAS**”) 34 “Interim Financial Reporting” issued by the Hong Kong Institute of Certified Public Accountants (“**HKICPA**”).

The unaudited condensed consolidated results for the six months ended 30 June 2020 have not been reviewed or audited by the external auditors of the Company but have been reviewed by the audit committee of the Company.

The accounting policies adopted are consistent with those followed in the preparation of the Group’s annual consolidated financial statements for the year ended 31 December 2019 (the “**2019 Consolidated Financial Statements**”), except for the amendments and interpretations of Hong Kong Financial Reporting Standards issued by HKICPA which have become effective in this period as detailed in the notes of the 2019 Consolidated Financial Statements.

### 3. REVENUE

The principal activities of the Group are the provision of professional integrated Information and Communication Technology (“ICT”) solutions and services, and distribution of ICT corporate products, digital products, own brand products and related parts and components.

Revenue represents net amount received and receivable for the sale of different types of ICT products, self developed products provision of professional integrated ICT solutions and services net of corresponding sales related taxes and rebate. The amounts of each significant category of revenue recognised in revenue for the six months ended 30 June 2020 and 2019 are as follows:

	For the six months ended 30 June	
	2020	2019
	<i>HK\$'000</i>	<i>HK\$'000</i>
	(Unaudited)	(Unaudited)
<b>Revenue</b>		
ICT Consumer Products	5,715,475	5,437,385
ICT Corporate Products	3,756,289	3,657,271
Others	7,951,755	3,926,788
	<u>17,423,519</u>	<u>13,021,444</u>

### 4. SEGMENT INFORMATION

Information reported to the executive Directors or management of the Company, being the chief operating decision maker (the “CODM”), for the purposes of resource allocation and assessment of segment performance focuses on types of goods or services delivered or provided.

The Group’s reportable and operating segments under HKFRS 8 are as follows:

- (a) ICT Consumer Products – distribution of ICT consumer products which include mainly personal computers (“PC”), digital products and IT accessories.
- (b) ICT Corporate Products – distribution of ICT corporate products which include mainly storage products, minicomputers, networking products, personal computer servers, intelligent building management system (“IBMS”) products and unified communication and contact centre (“UC & CC”) products.
- (c) Others – distribution of smartphones and development of its own brand products including but not limited to mobile location-based service products, sales of warranty packages and professional integrated IT solutions and provision of IT services.

Segment profit represents the profit earned by each segment without allocation of other income, finances cost as well as unallocated head office and corporate expenses. The measure reported to the CODM for the purposes of resource allocation and performance assessment.

The following is an analysis of the Group's revenue and results by reportable and operating segment for the six months ended 30 June 2020 and 2019:

	For the six months ended 30 June 2020			
	ICT	ICT	Others	Total
	Consumer	Corporate		
	Products	Products	HK\$'000	HK\$'000
	HK\$'000	HK\$'000	HK\$'000	HK\$'000
<b>Revenue</b>				
External sales	<u>5,715,475</u>	<u>3,756,289</u>	<u>7,951,755</u>	<u>17,423,519</u>
<b>Segment profit</b>	<u>122,559</u>	<u>134,988</u>	<u>59,725</u>	317,272
Other income				23,017
Research and development expenses				(10,325)
Administrative expenses				(75,400)
Exchange loss, net				(1,039)
Finance costs				<u>(59,781)</u>
<b>Profit before tax</b>				<u>193,744</u>
	For the six months ended 30 June 2019			
	ICT	ICT	Others	Total
	Consumer	Corporate		
	Products	Products	HK\$'000	HK\$'000
	HK\$'000	HK\$'000	HK\$'000	HK\$'000
<b>Revenue</b>				
External sales	<u>5,437,385</u>	<u>3,657,271</u>	<u>3,926,788</u>	<u>13,021,444</u>
<b>Segment profit</b>	<u>122,091</u>	<u>159,275</u>	<u>21,091</u>	302,457
Other income				28,867
Research and development expenses				(4,138)
Administrative expenses				(65,346)
Exchange loss, net				102
Finance costs				<u>(47,824)</u>
<b>Profit before tax</b>				<u>214,118</u>

## Geographical information

The following provides an analysis of the Group's sales by geographical market for the six months ended 30 June 2020 and 2019, based on the origin of the goods:

	For the six months ended 30 June	
	2020	2019
	HK\$'000	HK\$'000
	(Unaudited)	(Unaudited)
Mainland China	17,399,343	12,945,257
Other regions	24,176	76,187
	<u>17,423,519</u>	<u>13,021,444</u>

## 5. PROFIT FROM OPERATION

The Group's profit from operation has been arrived at after charging for the six months ended 30 June 2020 and 2019:

	For the six months ended 30 June	
	2020	2019
	HK\$'000	HK\$'000
	(Unaudited)	(Unaudited)
Cost of inventories sold	16,960,875	12,572,978
Depreciation of property plant and equipment	1,804	1,176
Depreciation of right-of-use assets	4,399	3,579
Staff cost including directors' emolument		
– Salary and related staff cost	116,122	109,052
– Retirement benefits scheme contribution	16,227	22,957
Exchange (loss)/gain, net	(1,039)	102

## 6. INCOME TAX EXPENSE

Pursuant to the rules and regulations of the Bermuda, the Company is not subject to any income tax in the Bermuda.

On 21 March 2018, the Hong Kong Legislative Council passed The Inland Revenue (Amendment) (No.7) Bill 2017 (the "Bill") which introduces the two-tiered profits tax rates regime. The Bill was signed into law on 28 March 2018 and was gazetted on the following day. Under the two-tiered profits tax rates regime, the first HK\$2,000,000 of profits of the qualifying group entity will be taxed at 8.25%, and profits above HK\$2,000,000 will be taxed at 16.5%. The profits of group entities not qualifying for the two-tiered profits tax rates regime will continue to be taxed at a flat rate of 16.5%.



Under the Law of the PRC on EIT (the “**EIT Law**”) and Implementation Regulation of the EIT Law, the tax rates of Changhong IT Information Products Co., Ltd. (“**CHIT**”), Changhong IT Digital Technology Co., Ltd. (“**Changhong IT Digital**”) are 25% for both periods.

Sichuan Changhong IT Duolayouhuo E-commerce Co., Ltd. (“**Duolayouhuo**”), a wholly-owned subsidiary of the company, can declare and pay enterprise income tax at a reduced rate of 15% in line with the Western Development Policy of China. Accordingly, the profits derived by the subsidiary are subject to 15% EIT rate for the six months ended 30 June 2020.

Beijing Changhong IT Intelligence System Co., Ltd, a wholly-owned subsidiary of the Company operating in the PRC, has been accredited as a “High and New Technology Enterprise” by the Ministry of Science and Technology of the PRC, and have been registered with the local tax authorities for enjoying the reduced 15% EIT rate. Accordingly, the profits derived by the subsidiary are subject to 15% EIT rate for the six months ended 30 June 2020. The qualification as a High and New Technology Enterprise will be subject to annual review by the relevant tax authorities in the PRC.

The Group did not have any significant unprovided deferred tax liabilities (including withholding tax) in respect of the period.

## 7. EARNINGS PER SHARE

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

	<b>For the six months ended 30 June</b>	
	<b>2020</b>	2019
	<b>HK\$'000</b>	HK\$'000
	<b>(Unaudited)</b>	(Unaudited)
<b>Earnings</b>		
Profit for the period attributable to owners of the Company	<b>149,094</b>	163,055
	<b>2020</b>	2019
	<b>'000</b>	'000
<b>Number of Share</b>		
Weighted average number of ordinary shares and convertible preference shares for the purpose of basic and diluted earnings per share	<b>2,570,520</b>	2,570,520

As there were no potentially dilutive shares during the six months ended 30 June 2020 and 30 June 2019, the diluted earnings per share was same as basic earnings per share.

## 8. TRADE RECEIVABLES

The Group allows a credit period ranging from 30 to 180 days to its third party trade customers. Before accepting any new customer, the Group assesses the potential customer's credit quality and defines credit limits by customer. Credit limits attributed to customers are reviewed twice a year.

The following is an aged analysis of trade receivables, net of allowance for doubtful debts, based on invoice date at the end of the reporting period which approximated the respective revenue recognition dates:

	As at <b>30 June</b> <b>2020</b> <i>HK\$'000</i> (Unaudited)	As at 31 December 2019 <i>HK\$'000</i> (Audited)
Within 30 days	1,046,356	1,180,463
31 – 60 days	718,788	427,543
61 – 90 days	264,853	238,836
91 – 180 days	113,404	129,386
181 – 365 days	82,942	55,267
Over 1 year	60,315	55,920
	<u>2,286,658</u>	<u>2,087,415</u>

## 9. TRADE AND BILLS PAYABLES

The ageing analysis of trade and bills payables, based on date of receipt of goods, is as follows:

	As at <b>30 June</b> <b>2020</b> <i>HK\$'000</i> (Unaudited)	As at 31 December 2019 <i>HK\$'000</i> (Audited)
Within 30 days	1,638,988	1,769,173
31 – 60 days	861,233	859,048
61 – 90 days	314,741	573,545
91 – 180 days	147,717	349,752
181 – 365 days	84,885	36,781
Over 1 year	51,268	44,853
	<u>3,098,832</u>	<u>3,633,152</u>

The credit period on purchase of goods is ranging from 30 to 120 days (2019: 30 to 120 days). The Group has financial risk management policies in place to ensure that all payables are settled within the credit timeframe.

## 10. BORROWINGS

The following provides an analysis of the Group's borrowings:

	As at 30 June 2020 HK\$'000 (Unaudited)	As at 31 December 2019 HK\$'000 (Audited)
Bank borrowings	<u>1,242,966</u>	<u>1,005,285</u>
Secured	<u>295,599</u>	–
Unsecured	<u>947,367</u>	<u>1,005,285</u>
	<u>1,242,966</u>	<u>1,005,285</u>
Carrying amount repayable within one year *	<u>1,242,966</u>	<u>1,005,285</u>

\* *The amounts due are based on scheduled repayment dates set out in the loan agreements.*

The range of effective interest rates (which are also equal to contracted interest rates) due in the Group's borrowings for the six months ended 30 June 2020 is fixed from 0.6% to 5% (2019: 1.32% to 7%).

## 11. DIVIDEND

	For the six months ended 30 June	
	2020 HK\$'000	2019 HK\$'000
Dividends recognised as distribution during the periods:		
2019 Final – HK\$0.04 (2019: 2018 Final – HK\$0.03) per share	<u>102,821</u>	<u>77,116</u>

The Board does not recommend the payment of any dividend for the six months ended 30 June 2020 (2019: Nil).

## CHAIRMAN'S STATEMENT

Dear Shareholders,

For the six months ended 30 June 2020, the Group overcame the impact of the slowdown of global economy and the Coronavirus Disease 2019 epidemic (the “**COVID-19 epidemic**”) to continue its business operation in a prudent manner.

### BUSINESS REVIEW

In the first half of 2020, the COVID-19 epidemic and global trade tensions had a superimposed impact, and the world economy fell into recession. As China has effectively controlled the COVID-19 epidemic, in the first half of the year, its economy managed to rise after a decline, showing a recovery growth and steady recovery trend. The production and demand of China's ICT industry chain have been affected to varying degrees. The Group actively responded to the challenge of the COVID-19 epidemic and worked closely with upstream manufacturers and partners to overcome the difficulties together and maintain stable operation of the overall business. Meanwhile, following the operating policy of “Gathering strength on network, cloud and intelligence to serve its partners”, the Group continued its layout in the areas such as cloud computing, big data, Internet of Things and virtual technology, creating a system solution with cutting-edge technology. The new B2B distribution e-commerce platform, Jiahua Duola, increased its market expansion efforts to promote the rapid increase in the number of platform users and the scale of transactions, so as to build the ecology of the Jiahua Duola platform, and create an innovative business model.

In the first half of 2020, the Group recorded revenue of approximately HK\$17,423.52 million, up by 33.81% over the same period of the previous fiscal year. Overall gross profit margin stood at 2.66% for the first half of the year, down by approximately 0.75 percentage point from the same period of the previous fiscal year, mainly due to the increase in sales contribution of the product line with low gross profit margin and fierce market competition. The profit attributable to shareholders in the first half of 2020 was approximately HK\$149.09 million, down by approximately 8.56% over the same period of the previous fiscal year and the basic earnings per share were approximately HK5.80 cents, down by approximately HK0.54 cents from HK6.34 cents for the same period of the previous fiscal year.

The Group continuously consolidated basic management and strengthened informatisation construction and business process transformation and optimization so as to improve operation efficiency. The Group continued to reinforce risk management and control, insisted on strict management on inventory, credit and account receivables, reasonably allocated funds, and accelerated fund turnover. During the COVID-19 epidemic, the Group strived for internal and external resources to help downstream distributors relieve capital pressure, properly deal with capital risks brought by the COVID-19 epidemic, in a bid to ensure the safety and efficiency of working capital. In the first half of 2020, the Group continued its efforts to tighten expense control, and the distribution and sales expenses decreased slightly compared with the same period of last year; the administrative expenses increased significantly over the same period of last year mainly due to the increase in professional consulting expenses related to application for the transfer of listing and labour costs; the financing cost rose compared with the same period of last year due to the increase of financing scale.

For the six months ended 30 June 2020, the turnover and profits of the three operating segments of the Company were analyzed as follows (RMB exchange rate fluctuations may affect the amount/percentage of segments):

**ICT consumer product distribution business:** In response to the COVID-19 epidemic, the business segment seized market opportunities, fully utilized the advantages of online sales channels and new online marketing models, and maintained a good sales strategy and stable revenue in the first half of the year. The turnover of this business segment increased by 5.11% to HK\$5,715.48 million over the same period of last year, and its profit increased by 0.38% to HK\$122.56 million.

**ICT enterprise product distribution business:** This business segment overcame unfavorable factors such as some projects were delayed and overseas logistics were restricted during the COVID-19 epidemic, keenly captured business opportunities related to the COVID-19 epidemic and new infrastructure, actively expanded cutting-edge technology products and services such as cloud computing, big data, and the Internet of Things, and maintained a stable sales scale in the first half of the year. The turnover of this business segment increased by 2.71% to HK\$3,756.29 million over the same period of last year, while its profit decreased by 15.25% to HK\$134.99 million.

**Other business:** Due to the substantial increase in smartphone sales, the turnover of this business segment surged by 102.50% to HK\$7,951.76 million as compared with the corresponding period of last year, while its profit grew by 183.17% to HK\$59.72 million.

The Company has successfully transferred its listing from GEM to the Main Board of the Stock Exchange on 18 March 2020 (the “**Transfer of Listing**”). A listing status of the Company on the Main Board is generally perceived to enjoy a premier status amongst investors, which will help strengthen the recognition of the Group among both the existing Shareholders as well as the potential investors, resulting in a broader investor base and higher trading liquidity of the Shares. Further, facilitated by the enhanced status of the Group, it is believed that the Transfer of Listing will help reinforce the confidence of the Group’s customers, suppliers and other stakeholders in the Company’s financial strength, governance and credibility and will hence further promote the Group’s corporate profile and recognition among public investors and the public in general. This will in turn further strengthen the Group’s position in the industry and improve the Group’s competitiveness in retaining its current employees, recruiting more talents and attracting new customers and suppliers which may ultimately help foster the business development of the Group and enhance return to the Shareholders in the long run.

## **OUTLOOK**

In the second half of 2020, the COVID-19 epidemic will continue to affect the global financial market and the global economy. China’s economy has gradually stabilized, while external risks and challenges have increased significantly, thus the domestic economic recovery is still under pressure. The Group will closely monitor the impact of the development of the COVID-19 epidemic on the Group’s business and take active actions to cope with the challenges of the COVID-19 epidemic. In 2020, the Group is committed to continuously promoting the strategic upgrade of transformation to an ICT integrated service provider, with the operating policy of “Gathering strength on network, cloud and intelligence to serve its partners”, exploring new opportunities in fields such as cloud computing, big data, virtual technology and interconnection of all things, focusing on development, being a good link in the ICT ecosystem, and making new contributions to its partners and shareholders.

**ZHAO Yong**

*Chairman*

10 August 2020

## **MANAGEMENT DISCUSSION AND ANALYSIS**

### **FINANCIAL SUMMARY**

- Revenue for the six months ended 30 June 2020 was approximately HK\$17,423.52 million (2019: HK\$13,021.44 million), representing a increase of 33.81% as compared with the previous period. This increase was mainly attributable to the expansion of the e-commerce sales business.
- Profit for the six months ended 30 June 2020 was approximately HK\$149.09 million (2019: HK\$163.06 million), representing a decrease of 8.56% as compared with the previous period. The decrease was mainly due to the impact of the decline in gross profit margin and the increase in operating costs.
- Total comprehensive income for the six months ended 30 June 2020 was approximately HK\$106.09 million (2019: HK\$155.63 million). This decrease was mainly attributable to the reduction of profit from operation and the fluctuations in the RMB exchange rate.

### **LIQUIDITY AND FINANCIAL RESOURCES**

For the period under review, the Group's financial and liquidity positions remained healthy and stable. As at 30 June 2020, the Group's total interest-bearing borrowings amounted to approximately HK\$1,243 million and its cash and bank balances amounted to approximately HK\$718 million. Net current assets of the Group was approximately HK\$1,825 million. The net gearing ratio (total net debt/total shareholders' equity) of the Group as at 30 June 2020 was 2.56 times. The management is confident that the Group's financial resources is sufficient for its daily operations.

### **PLEDGE OF ASSETS**

The Group did not have any mortgage or charge over its fixed assets as at 30 June 2020 (2019: Nil).

### **EXPOSURE TO FLUCTUATION IN EXCHANGE RATES AND RELATED HEDGES**

The Group's monetary assets and liabilities and transactions are principally denominated in Renminbi, Hong Kong dollars and United States dollars. As the spread of exchange rate of Renminbi is locked and the exchange rate between Hong Kong dollars and United States dollars is pegged, the Group believes its exposure to exchange risk is minimal. The Group will continue to monitor the situation and assess whether any hedging arrangement is necessary.

As at 30 June 2020, the Group did not have any foreign currency investments which have been hedged by currency borrowings and other hedging instruments.

## TREASURY POLICY

Cash and bank deposits of the Group are either in Renminbi, Hong Kong dollars and United States dollars. The Group conducts its core business transaction mainly in Renminbi, Hong Kong dollars and United States dollars. The Group did not use any derivative instruments to hedge its foreign currency exposure as the Group considered its foreign currency exposure is insignificant.

## CONTINGENT LIABILITIES

As at 30 June 2020 and 31 December 2019, the Group (i) endorsed certain bills receivable for the settlement of trade and other payables; and (ii) discounted certain bills receivable to banks for raising of cash. In the opinion of the directors of the Company, the Group has transferred the significant risks and rewards relating to these bills receivable, and the Group's obligations to the corresponding counterparties were discharged in accordance with the commercial practice in the PRC and the risk of default in payment of the endorsed and discounted bills receivable is low because all endorsed and discounted bills receivable are issued and guaranteed by the reputable banks in the PRC. As a result, the relevant assets and liabilities were not recognized in the consolidated financial statements. The maximum exposure to the Group that may result from the default of these endorsed and discounted bills receivable at the end of each reporting period are as follows:

	<b>As at 30 June 2020 HK\$'000 (Unaudited)</b>	<b>As at 31 December 2019 HK\$'000 (Audited)</b>
Settlement of trade and other payables	<b>540,402</b>	582,103
Discounted bills for raising of cash	<b>3,137</b>	137,379
Outstanding endorsed and discounted bills receivables with recourse	<b><u>543,539</u></b>	<b><u>719,482</u></b>

The outstanding endorsed and discounted bills receivables are aged within 180 days (2019: 360 days) at the end of each reporting period.



## **SIGNIFICANT INVESTMENTS, MATERIAL ACQUISITIONS AND DISPOSALS OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES**

The Group did not have any significant investments, acquisitions or disposals of subsidiaries, associates and joint ventures during the six months ended 30 June 2020.

## **FUTURE PLANS FOR MATERIAL INVESTMENTS AND CAPITAL ASSETS**

As at 30 June 2020, the Group had no material capital commitments and no future plans for material investments or capital assets.

## **EVENTS AFTER THE REPORTING PERIOD**

In July 2020, the tax bureau in the registration place of Changhong IT Digital confirmed that Changhong IT Digital could declare and pay enterprise income tax at a reduced rate of 15% in line with the Western Development Policy of China. Accordingly, the total tax amounted to RMB23,440,259.47 (approximately HK\$25,842,871.21) has been returned to Changhong IT Digital and Duolayouhuo.

Save as disclosed above, there are no significant events that might affect the Group after the reporting period up to the date of this announcement.

## **EMPLOYMENT AND REMUNERATION POLICY**

As at 30 June 2020, the total number of the Group's staff was 1,167 (as at 30 June 2019: 1,037). The Group remunerates its employees based on their performance, experience and prevailing industry practice. The Group provides retirement benefit for its employees in Hong Kong in form of mandatory provident fund, and pays social pension insurance and housing provident fund for its employees in China in accordance with the local laws and regulations.

## **DIVIDEND**

The Board does not recommend the payment of any dividend for the six months ended 30 June 2020 (2019: Nil).

The payment of a final dividend of HK4 cents per ordinary share and preference share for the year ended 31 December 2019, totaling approximately HK\$102.82 million, had been resolved at the annual general meeting (the "AGM") of the Company held on 22 May 2020. The date of payment was on 19 June 2020.

## **PURCHASE, SALE AND REDEMPTION OF THE COMPANY’S LISTED SECURITIES**

During the six months ended 30 June 2020, neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company’s listed securities.

## **COMPLIANCE WITH THE CORPORATE GOVERNANCE CODE**

The Company has adopted the corporate governance code (the “**CG Code**”) as set out in Appendix 15 to the Rules Governing the Listing of Securities on GEM of the Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”) or Appendix 14 to the Rules Governing the Listing of Securities on (Main Board of) The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”)\* which sets out corporate governance principles and code provisions (the “**Code Provisions**”). Throughout the six months period ended 30 June 2020, the Company has complied with all the Code Provisions as set out under the CG Code, except the following deviations:

Pursuant to E.1.2 of the CG Code, the Chairman should attend the AGM. However, Mr. Zhao Yong, the Chairman of the Board, was unable to attend the AGM held on 22 May 2020 due to attending the National People’s Congress on the same day. Mr. Zhao Yong has entrusted Mr. Yang Jun to respond to shareholders’ concerns (if any) on behalf of him at the AGM.

Mr. YANG Jun and Mr. LUO Yongping are not appointed for a specific term as required under code provision A.4.1 of the CG Code, but are subject to retirement by rotation at least once every three years in accordance with the Company’s bye-laws. The Company considers that such requirement is sufficient to meet the same objective as a specific term of appointment under the CG Code.

\* *The GEM Listing Rules was applicable to the Company prior to the Transfer of Listing. Immediately after the Transfer of Listing, the Listing Rules shall be applicable to the Company.*

## **DIRECTOR’S SECURITIES TRANSACTIONS**

The Company adopted a code of conduct regarding securities transactions by Directors as set out in Rules 5.48 to 5.67 of the GEM Listing Rules as its own code of conduct for securities transactions before the Transfer of Listing.

After the Transfer of Listing, the Company has adopted the model code for Securities Transactions by Directors of Listed Issuers set out in Appendix 10 to the Listing Rules (“**Model Code**”) as its own code of conduct regarding Directors’ dealings in securities of the Company.

Having made specific enquiry of all Directors, all Directors confirmed that they had complied with the Model Code during the six months ended 30 June 2020.

## **REVIEW OF INTERIM RESULTS**

The unaudited condensed consolidated interim results of the Group for the six months ended 30 June 2020 has not been reviewed or audited by the auditor of the Company but has been reviewed by the audit committee of the Company.

## **PUBLICATION OF INTERIM RESULTS AND 2020 INTERIM REPORT**

This interim results announcement is published on the websites of the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company ([www.changhongit.com](http://www.changhongit.com)). The 2020 interim report will be dispatched to the Shareholders and published on the websites of the Stock Exchange and the Company in September 2020.

By order of the Board  
**Changhong Jiahua Holdings Limited**  
**Zhao Yong**  
*Chairman and Executive Director*

Hong Kong, 10 August 2020

*As at the date of this announcement, the executive Directors are Mr. Zhao Yong, Mr. Zhu Jianqiu, Mr. Yang Jun and Mr. Luo Yongping and the independent non-executive Directors are Mr. Jonathan Chan Ming Sun, Mr. Gao Xudong and Mr. Meng Qingbin.*