



康臣药業集團有限公司

CONSUN PHARMACEUTICAL GROUP LIMITED

(Incorporated in the Cayman Islands with limited liability)
(於開曼群島註冊成立的有限公司)

Stock Code 股份代號：1681

皮膚科藥物 Dermatologic Medicines



肝膽藥物 Hepatobiliary Medicines



骨科藥物 Orthopedics Medicines



對比劑 Contrast Medium



腎科藥物 Kidney Medicines



消化系統藥物 Gastroenterology Medicines



婦兒藥物 Gynaecology and Paediatric Medicines



中期報告 Interim Report 2023



康臣药业集团有限公司

CONSUN PHARMACEUTICAL GROUP LIMITED

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Corporate Information

公司資料

DIRECTORS

Executive Directors

Mr. An Meng (*Chairman*)
Ms. Li Qian (*Vice Chairlady, Chief Executive Officer*)
Professor Zhu Quan
Mr. Xu Hanxing

Non-Executive Director

Ms. Zhang Lihua

Independent Non-Executive Directors

Mr. Su Yuanfu
Mr. Feng Zhongshi
Ms. Chen Yujun

AUDIT COMMITTEE

Ms. Chen Yujun (*Committee Chairlady*)
Mr. Feng Zhongshi
Mr. Su Yuanfu

NOMINATION COMMITTEE

Mr. Su Yuanfu (*Committee Chairman*)
Mr. An Meng
Ms. Chen Yujun

REMUNERATION COMMITTEE

Mr. Feng Zhongshi (*Committee Chairman*)
Ms. Li Qian
Mr. Su Yuanfu

ENVIRONMENTAL, SOCIAL AND GOVERNANCE COMMITTEE

Mr. An Meng (*Committee Chairman*)
Mr. Feng Zhongshi
Ms. Chen Yujun

COMPANY SECRETARY

Mr. Yau Chi Ming (*CPA*)

董事

執行董事

安猛先生 (*主席*)
黎倩女士 (*副主席、首席執行官*)
朱荃教授
徐瀚星先生

非執行董事

張麗華女士

獨立非執行董事

蘇元福先生
馮仲實先生
陳玉君女士

審核委員會

陳玉君女士 (*委員會主席*)
馮仲實先生
蘇元福先生

提名委員會

蘇元福先生 (*委員會主席*)
安猛先生
陳玉君女士

薪酬委員會

馮仲實先生 (*委員會主席*)
黎倩女士
蘇元福先生

環境、社會及管治委員會

安猛先生 (*委員會主席*)
馮仲實先生
陳玉君女士

公司秘書

丘志明先生 (*執業會計師*)

**AUTHORISED REPRESENTATIVES FOR THE
PURPOSE OF THE LISTING RULES**

Mr. An Meng
Mr. Yau Chi Ming

AUDITOR

KPMG
Public Interest Entity Auditor registered in accordance
with the Financial Reporting Council Ordinance
8th Floor, Prince's Building
10 Chater Road, Central, Hong Kong

LEGAL ADVISER (AS TO HONG KONG LAW)

Li & Partners
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World-Wide House
19 Des Voeux Road Central
Hong Kong

REGISTERED ADDRESS

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PO Box 1350
Grand Cayman KY1-1108
Cayman Islands

HEADQUARTERS IN THE PRC

71, Dongpeng Avenue
Eastern section, Guangzhou Economic and Technological
Development District Guangzhou, PRC

PRINCIPAL PLACE OF BUSINESS IN HONG KONG

22nd Floor
World-Wide House
19 Des Voeux Road Central
Hong Kong

就上市規則而言的授權代表

安猛先生
丘志明先生

核數師

畢馬威會計師事務所
於《財務匯報局條例》下的
註冊公眾利益實體核數師
香港中環遮打道10號
太子大廈8樓

法律顧問(香港法律)

李偉斌律師行
香港
德輔道中19號
環球大廈
22樓

註冊地址

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Regatta Office Park
PO Box 1350
Grand Cayman KY1-1108
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中國總部

中國廣州
廣州經濟技術開發區
東區東鵬大道71號

香港主要營業地點

香港
德輔道中19號
環球大廈
22樓

Corporate Information 公司資料

LIAISON OFFICE IN HONG KONG

Room 803
Wing On Plaza
62 Mody Road
Tsimshatsui, Kowloon

PRINCIPAL BANKERS

Bank of China (Hong Kong) Limited
BNP Paribas
China Construction Bank
China Merchants Bank
DBS Bank
Industrial and Commercial Bank of China
The Hongkong and Shanghai Banking Corporation Limited

PRINCIPAL SHARE REGISTRAR

Ocorian Trust (Cayman) Limited
Windward 3
Regatta Office Park
PO Box 1350
Grand Cayman KY1-1108
Cayman Islands

HONG KONG BRANCH SHARE REGISTRAR

Computershare Hong Kong Investor Services Limited
Shops 1712-1716, 17th Floor Hopewell Centre
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Wanchai, Hong Kong

COMPANY WEBSITE

www.chinaconsun.com

STOCK CODE

1681

香港聯絡辦公室

九龍尖沙咀
麼地道62號
永安廣場
803室

主要往來銀行

中國銀行(香港)有限公司
法國巴黎銀行
中國建設銀行
招商銀行
星展銀行
中國工商銀行
滙豐銀行

主證券登記處

Ocorian Trust (Cayman) Limited
Windward 3
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PO Box 1350
Grand Cayman KY1-1108
Cayman Islands

香港證券登記分處

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香港灣仔
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合和中心17樓1712-1716號舖

公司網站

www.chinaconsun.com

股份代號

1681

Financial Highlights 財務摘要

		For the six months ended 30 June 截至6月30日止六個月		
		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元	Change 變化 %
Results	業績			
Revenue	收入	1,119,679	993,528	12.70%
Profit before taxation	稅前溢利	377,605	309,517	22.00%
Profit for the period attributable to equity shareholders of the Company	本公司權益股東應佔期內溢利	347,894	296,729	17.24%
Earnings per share (expressed in RMB Yuan)	每股盈利 (以人民幣元列示)			
Basic	基本	0.4408	0.3743	17.77%
Diluted	攤薄	0.4367	0.3733	16.98%

		30 June 2023 2023年 6月30日 RMB'000 人民幣千元	31 December 2022 2022年 12月31日 RMB'000 人民幣千元	Change 變化 %
Financial Position	財務狀況			
Total assets	總資產	5,027,374	4,892,380	2.76%
Total equity attributable to equity shareholders of the Company	本公司權益股東應佔權益總額	3,296,266	3,145,139	4.81%
Net assets per share (expressed in RMB Yuan) (Note)	每股淨資產(以人民幣元列示)(附註)	4.07	3.90	4.36%
Net debt (interest bearing liabilities less cash and cash equivalents) to equity ratio	淨債項(計息負債減現金及現金等值項目)權益比率	Net cash 淨現金	Net cash 淨現金	N/A 不適用

Note: Net assets per share is calculated based on the total equity attributable to equity shareholders of the Company divided by the number of ordinary shares.

附註：每股淨資產以本公司權益股東應佔權益總額除以普通股數目計算。

Management Discussion and Analysis

管理層討論及分析

The following discussion and analysis should be read in conjunction with the unaudited interim financial report of Consun Pharmaceutical Group Limited (the “**Company**”) and its subsidiaries (collectively, the “**Group**”). The interim financial report of the Group has been prepared in accordance with HKAS 34, Interim Financial Reporting.

BUSINESS AND FINANCIAL REVIEW

Sales Revenue

For the six months ended 30 June 2023, the Group’s revenue was RMB1,119,679,000, representing an increase of approximately 12.7% as compared with RMB993,528,000 for the same period last year.

Categorized by product lines, sales of kidney medicines recorded an increase of approximately 13.4% as compared with the same period last year, among which, Uremic Clearance Granules remained as the Group’s key product and maintained its leading position in the market; sales of medical contrast medium recorded a decrease of 8.8% as compared with the same period last year, and still maintained a leading position in the domestic medical contrast medium market for magnetic resonance imaging; sales of orthopedics medicines recorded a decrease of approximately 23.7% as compared with the same period last year; sales of dermatologic medicines recorded a decrease of approximately 21.3% as compared with the same period last year; sales of hepatobiliary medicines recorded an increase of approximately 272.6% as compared with the same period last year; sales of gynaecology and paediatric medicines recorded an increase of 31.9% as compared with the same period last year; and sales of other medicines recorded an increase of approximately 50.3% as compared with the same period last year. The increase in overall sales revenue was mainly due to the Group’s constant commitment to expanding the product markets and developing the sales network across China.

以下討論及分析應與康臣藥業集團有限公司（「**本公司**」）及其附屬公司（統稱「**本集團**」）的未經審核的中期財務報告一併閱覽。本集團的中期財務報告乃按香港會計準則第34號中期財務報告編製。

業務與財務回顧

銷售收入

本集團於截至2023年6月30日止六個月的收入為人民幣1,119,679,000元，與上年度同期的人民幣993,528,000元相比，增長約12.7%。

按產品系列分類，腎科系列產品銷售額較去年同期錄得增長約13.4%，其中尿毒清顆粒仍然是本集團的皇牌產品，維持市場領先地位；醫用成像對比劑銷售額較去年同期下降8.8%，仍然穩佔國內磁共振成像對比劑市場的前列；骨傷系列產品銷售額較去年同期下降約23.7%；皮膚系列產品銷售額較去年同期下降約21.3%；肝膽系列產品銷售額較去年同期增長達272.6%；婦幼系列產品銷售額較去年同期增長31.9%；其他藥物銷售額較去年同期增長約50.3%。整體銷售收入的增加主要是由於本集團持續致力開拓產品市場以及發展全國各地的銷售網絡所致。

Gross Profit and Gross Profit Margin

For the first half of 2023, the Group's gross profit was RMB836,416,000, representing an increase of 13.3% as compared with RMB738,091,000 for the same period of 2022. The increase in gross profit was mainly attributable to the increase in sales. For the first half of 2023, the Group's average gross profit margin was 74.7%, remaining stable as compared with 74.3% for the same period of 2022.

Other Income

For the first half of 2023, the Group's other income was a net income of RMB29,634,000 which mainly included government grants, interest income and exchange loss. Compared with the net income of RMB25,451,000 for the same period of 2022, the increase was mainly due to the increase in the interest income during the period.

Distribution Costs

For the first half of 2023, the Group's distribution costs were RMB362,026,000, representing an increase of approximately 10.6% as compared with RMB327,422,000 for the same period of 2022. The increase in distribution costs was mainly due to the increase in marketing and academic promotion campaigns of the Group to expand the marketing and distribution networks during the period.

Administrative Expenses

For the first half of 2023, the Group's administrative expenses were RMB136,744,000, representing an increase of approximately 1.1%, remaining stable as compared with RMB135,299,000 for the same period of 2022.

毛利與毛利率

於2023年上半年，本集團的毛利為人民幣836,416,000元，與2022年同期的人民幣738,091,000元相比，增加13.3%。毛利增加的原因主要是由於銷售增加。於2023年上半年，本集團的平均毛利率為74.7%，與2022年同期的74.3%相比，基本持平。

其他收入

於2023年上半年，本集團的其他收入為淨收入人民幣29,634,000元，主要包括政府資助、利息收入及匯兌虧損。與2022年同期的淨收入人民幣25,451,000元相比，增加主要是由於期內利息收入增加所致。

分銷成本

於2023年上半年，本集團的分銷成本為人民幣362,026,000元，與2022年同期的人民幣327,422,000元相比，增加約10.6%。分銷成本上升的主要原因是期內本集團增加市場推廣和學術推廣活動（以擴充市場推廣及分銷網路）所致。

行政開支

於2023年上半年，本集團的行政開支為人民幣136,744,000元，與2022年同期的人民幣135,299,000元相比增加約1.1%，基本持平。

Management Discussion and Analysis

管理層討論及分析

Reversals of Impairment Loss on Trade and Other Receivables

For the first half of 2023, the Group's reversals of impairment loss on trade and other receivables were RMB17,532,000 as compared with RMB12,790,000 for the same period of 2022, the change was mainly due to enhanced management on trade debtors and the decrease in the gross carrying amount of trade receivables past due during the period.

Finance Costs

During the first half of 2023, the Group's finance costs were RMB7,207,000, representing an increase of approximately 76.0% as compared with RMB4,094,000 for the same period of 2022, which was mainly due to the increase in offshore borrowing rates during the period.

Income Tax

For the first half of 2023, the Group's income tax expenses were RMB29,775,000, representing an increase of 114.6% as compared with RMB13,877,000 for the same period of 2022. The effective tax rate (income tax expenses divided by profit before taxation) increased by 3.4% from 4.5% for the first half of 2022 to 7.9% for the first half of 2023. The increase was mainly due to the increase in profit before taxation as compared with the same period last year and the temporary differences arising from the deferred tax during the period.

Profit for the Period and Earnings Per Share

For the first half of 2023, profit attributable to equity shareholders of the Company was RMB347,894,000, representing an increase of approximately 17.2% as compared with RMB296,729,000 for the same period of 2022. Basic and diluted earnings per share for the first half of 2023 amounted to RMB0.4408 and RMB0.4367 respectively, representing an increase of 17.8% and 17.0% as compared with RMB0.3743 and RMB0.3733 of the same period of 2022 respectively.

撥回貿易及其他應收款項的減值虧損

於2023年上半年，本集團的貿易及其他應收款項的減值虧損回撥為人民幣17,532,000元，而2022年同期減值虧損回撥為人民幣12,790,000元，變動主要是因期內加強貿易應收賬款管理，逾期的貿易應收款項總賬面值減少所致。

融資成本

於2023年上半年，本集團的融資成本為人民幣7,207,000元，與2022年同期的人民幣4,094,000元相比增加約76.0%，主要是因為期內境外借款利率上升所致。

所得稅

於2023年上半年，本集團的所得稅費用為人民幣29,775,000元，與2022年同期的人民幣13,877,000元相比，增加114.6%。實質稅率（所得稅開支除以稅前溢利）從2022年上半年的4.5%，上升3.4%至2023年上半年的7.9%。上升的主要原因是期內稅前溢利較上年同期增加及由遞延稅項產生暫時性差額所致。

期內溢利與每股盈利

於2023年上半年的本公司權益股東應佔溢利為人民幣347,894,000元，與2022年同期的人民幣296,729,000元相比增加約17.2%。2023年上半年的每股盈利（基本及攤薄）分別為人民幣0.4408元及0.4367元，比2022年同期的人民幣0.3743元及0.3733元分別增加17.8%及17.0%。

LIQUIDITY AND FINANCIAL RESOURCES

Inventories

As at 30 June 2023, the balance of inventories was RMB343,463,000, representing an increase of 24.4% as compared with the balance of RMB276,080,000 as at 31 December 2022. The Group's inventory turnover days in the first half of 2023 were 196.8 days, representing an increase of 32.5 days from 164.3 days in the year of 2022, which was mainly due to the increase in inventory reserve in storage in response to the expected increase in the market demand during the period.

Trade Debtors and Bills Receivable

As at 30 June 2023, the balance of trade debtors and bills receivable was RMB191,365,000, representing a decrease of approximately 26.3%, as compared with the balance of RMB259,562,000 as at 31 December 2022. The trade receivable turnover days in the first half of 2023 were 36.2 days, representing a decrease of 11.4 days from 47.6 days in the year of 2022, which was mainly due to the enhanced management on trade debtors during the period.

Trade Payables

As at 30 June 2023, the balance of trade payables was RMB81,436,000, representing an increase of 36.0% as compared with the balance of RMB59,891,000 as at 31 December 2022. The trade payable turnover days in the first half of 2023 were 44.9 days, representing an increase of 4.9 days from 40.0 days in the year of 2022, which remained stable.

流動資金及財務資源

存貨

於2023年6月30日，存貨餘額為人民幣343,463,000元，相比於2022年12月31日的餘額人民幣276,080,000元增加24.4%。本集團於2023年上半年的存貨周轉天數為196.8天，相比2022年度的164.3天增加32.5天，主要是由於期內為應付預期市場需求上升而增加庫存儲備所致。

貿易應收賬款及應收票據

於2023年6月30日，貿易應收賬款及應收票據餘額為人民幣191,365,000元，相比於2022年12月31日的餘額人民幣259,562,000元減少約26.3%。於2023年上半年的貿易應收款項周轉天數為36.2天，相比2022年度的47.6天減少11.4天，主要是由於期內加強貿易應收賬款管理所致。

貿易應付款項

於2023年6月30日，貿易應付款項餘額為人民幣81,436,000元，相比於2022年12月31日的餘額人民幣59,891,000元增加36.0%。於2023年上半年的貿易應付款項周轉天數44.9天，相比2022年度的40.0天增加4.9天，基本持平。

Management Discussion and Analysis

管理層討論及分析

Cash Flow from Operating Activities

The net cash inflow generated from operating activities of the Group in the first half of 2023 was RMB253,975,000, representing a decrease of approximately 23.7% as compared with RMB332,749,000 for the same period of 2022, which was mainly attributable to the increase in wages and salaries expenses, payment for operational procurement and tax expenses.

Cash and Bank Balances and Borrowings

As at 30 June 2023, the Group's cash and bank balances were RMB2,644,196,000, representing an increase of approximately 7.9% as compared with the balance of RMB2,450,173,000 as at 31 December 2022. As at 30 June 2023, the Group's total banking facilities amounted to RMB1,463,060,000 (31 December 2022: RMB1,459,975,000), which were utilised to the extent of RMB528,012,000 (31 December 2022: RMB450,521,000).

As at 30 June 2023, the Group's total loans and borrowings were RMB528,012,000 (mainly denominated in RMB and HKD, repayable within 1 year or on demand and RMB150,000,000 of which were fixed rate borrowings with interest rate ranging from 3.25% to 3.60%), representing an increase of approximately 17.2% as compared with RMB450,521,000 as at 31 December 2022 (mainly denominated in RMB and HKD, repayable within 1 year or on demand and RMB120,000,000 of which were fixed rate borrowings with interest rate ranging from 0.65% to 3.65%).

經營活動現金流

於2023年上半年，本集團的經營活動淨現金流入為人民幣253,975,000元，相比2022年同期的人民幣332,749,000元減少約23.7%，主要是由於工資薪金支出、經營性採購款項及稅金支出增加所致。

現金及銀行結餘及借款

於2023年6月30日，本集團的現金及銀行結餘為人民幣2,644,196,000元，相比2022年12月31日的餘額人民幣2,450,173,000元增加約7.9%。於2023年6月30日，本集團銀行融資總額為人民幣1,463,060,000元（2022年12月31日：人民幣1,459,975,000元），當中已動用人民幣528,012,000元（2022年12月31日：人民幣450,521,000元）。

於2023年6月30日，本集團的貸款及借款總額（主要為人民幣及港元）為人民幣528,012,000元（為一年內到期或按要求還款，其中人民幣150,000,000元為按介乎3.25%至3.60%利率計算利息的定息借款），相比2022年12月31日的（主要為人民幣及港元）人民幣450,521,000元（為一年內到期或按要求還款，其中人民幣120,000,000元為按介乎0.65%至3.65%利率計算利息的定息借款）增加約17.2%。

TREASURY POLICIES

The Group has adopted a prudent financial management approach towards its treasury policies and thus maintained a healthy liquidity position throughout the period under review. The Group strives to reduce exposure to credit risk by performing ongoing credit assessments and evaluations of the financial status of its customers. To manage liquidity risk, the board (the “**Board**”) of directors (the “**Director(s)**”) of the Company closely monitors the Group’s liquidity position to ensure that the liquidity structure of the Group’s assets, liabilities and other commitments can meet its funding requirements from time to time. Cash and cash equivalents of the Group are mainly denominated in RMB and HKD.

GEARING RATIO

The gearing ratio of the Group, representing the total interest-bearing borrowings divided by total equity attributable to equity shareholders of the Company, as at 30 June 2023 was 16.0% (31 December 2022: 14.3%). The gearing ratio increased by 1.7%, which was mainly due to the increase in bank borrowings during the period.

Exchange Risks

The Group’s transactions are mainly denominated in RMB and HKD. The majority of assets and liabilities (including cash and cash equivalent and bank loans) are denominated in RMB and HKD, and there are no significant assets and liabilities denominated in other currencies. During the period, the Company recorded net exchange losses in respect of HKD loans as a result of depreciation of RMB against HKD, and the Group will continue to face similar exchange rate risk in the future due to the fluctuation of exchange rates. During the six months ended 30 June 2023, the Group did not commit to any financial instruments to hedge its exposure to foreign currency risk.

庫務政策

本集團在執行庫務政策上採取審慎的財務管理策略，因而於整段回顧期間內維持健全的流動資金狀況。本集團不斷評估其客戶的信貸狀況及財務狀況，務求降低信貸風險。為控制流動資金風險，本公司董事（「**董事**」）局（「**董事局**」）會密切監察本集團的流動資金狀況，確保本集團的資產、負債及其他承擔的流動結構能應付不時的資金需要。本集團的現金及現金等值項目主要以人民幣及港元計值。

資本負債比率

本集團於2023年6月30日的資本負債比率（總計息借款除以本公司權益股東應佔權益總額）為16.0%（2022年12月31日：14.3%）。資本負債比率上升1.7%，主要是由於期內銀行借款增加所致。

外匯風險

本集團的交易主要以人民幣及港元計值。大多數資產及負債（包括現金及現金等值項目及銀行貸款）以人民幣及港元計值，而以其他貨幣計值的資產及負債並不多。期內本公司為港元借款因人民幣兌換港元的匯率下降而錄得匯兌虧損淨額，而本集團未來會因匯率波動而繼續面對同類匯率風險。於截至2023年6月30日止六個月，本集團並無利用任何金融工具對沖外幣風險。

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CAPITAL STRUCTURE

During the six months ended 30 June 2023, the Company issued a total of 3,237,320 ordinary shares pursuant to employees' exercise of share options granted under the share option scheme adopted by the Company on 2 December 2013 (the "Share Option Scheme") (same period of 2022: issued 866,608 ordinary shares pursuant to employees' exercise of share options) at consideration ranging from HKD3.28 to HKD4.476 per share (aggregate consideration was approximately: HKD12,744,000 (equivalent to approximately RMB11,335,000)). The weighted average closing price of the Company's shares immediately before the dates on which such share options were exercised is approximately HKD5.28. Save as the above, there was no change in the capital structure of the Company during the six months ended 30 June 2023. As at 30 June 2023, the Company's issued share capital comprised 810,210,026 ordinary shares of HKD0.1 each and amounted to HKD81,021,002.6. The shareholders' equity of the Company amounted to approximately RMB3,586,391,000 as at 30 June 2023 (as at 31 December 2022: RMB3,439,005,000).

CAPITAL COMMITMENTS

As at 30 June 2023, the Group had capital commitments of RMB448,952,000 (31 December 2022: RMB450,758,000).

Capital Expenditure

During the first half of 2023, the Group had capital expenditure of RMB7,414,000 (same period of 2022: RMB37,459,000).

資本結構

於截至2023年6月30日止六個月，本公司因應員工行使根據本公司於2013年12月2日採納的購股權計劃（「購股權計劃」）而授予的購股權而發行了合共3,237,320股普通股（2022年同期：因應員工行使購股權而發行了866,608股普通股），以每股介乎3.28港元至4.476港元的代價（總代價約：12,744,000港元（相當於約人民幣11,335,000元））。本公司股份於緊接有關購股權行使日期前的加權平均收市價約為5.28港元。除此之外，於截至2023年6月30日止六個月，本公司的資本結構並無變動。於2023年6月30日，本公司已發行股本包括810,210,026股每股0.1港元及合共81,021,002.6港元的普通股。於2023年6月30日，本公司股東權益約為人民幣3,586,391,000元（於2022年12月31日：人民幣3,439,005,000元）。

資本承擔

於2023年6月30日，本集團資本承擔為人民幣448,952,000元（2022年12月31日：人民幣450,758,000元）。

資本開支

於2023年上半年，本集團資本開支為人民幣7,414,000元（2022年同期：人民幣37,459,000元）。

INFORMATION ON EMPLOYEES

As at 30 June 2023, the Group employed a total of 3,108 employees (31 December 2022: 3,009 employees). For the six months ended 30 June 2023, the total staff costs (including the Directors' remuneration) were RMB217,560,000 (same period of 2022: RMB192,163,000). The salaries of the employees were determined with reference to individual performance, work experience, qualification and current industry practices.

On top of basic salaries, bonuses may be paid by reference to the Group's performance as well as individual's performance. Other staff benefits include contributions to the Mandatory Provident Fund scheme in Hong Kong and various retirement benefits schemes including the provision of pension funds, medical insurance, unemployment insurance and other relevant insurance for employees who are employed by our Group pursuant to the PRC rules and regulations and the prevailing regulatory requirements of the PRC. The salaries and benefits of the Group's employees are kept at a competitive level and the employees are rewarded on a performance-related basis within the general framework of the Group's salary and bonus system, which is reviewed annually. The Group also operates a Share Option Scheme adopted by the Company on 2 December 2013, and a Share Award Scheme adopted on 21 July 2014, where options to subscribe for shares and share awards may be granted to the Directors and employees of the Group.

The Group made considerable efforts in continuing education and training programs for its staff so as to continuously enhance their knowledge, skills and team spirit. The Group regularly provided internal and external training courses for relevant staff according to their needs.

僱員資料

於2023年6月30日，本集團合共僱用3,108名僱員（2022年12月31日：3,009名僱員）。截至2023年6月30日止六個月的總員工成本（包括董事薪酬）為人民幣217,560,000元（2022年同期：人民幣192,163,000元）。僱員薪酬乃參考個人表現、工作經驗、資歷及當前行業慣例而釐定。

除基本薪金外，亦可視乎本集團的業績及個人表現獲發花紅。其他員工福利包括香港的強制性公積金計劃供款及各項退休福利計劃，包括提供退休金、醫療保險、失業保險及為根據中國規則及規例以及中國現行相關監管規定獲本集團聘用的僱員而設的其他相關保險。本集團僱員的薪金及福利均處於具競爭力的水準，僱員的待遇均在本集團就薪酬及花紅制度設定的整體框架內按表現釐定，而該框架每年進行檢討。本集團亦設有一項由本公司於2013年12月2日採納的購股權計劃及一項於2014年7月21日採納的股份獎勵計劃，據此，董事及本集團僱員可獲授予購股權以認購股份及股份獎勵。

本集團對員工的持續教育和培訓計劃有相當的投入，以不斷提升員工的知識、技能和協作精神。本集團經常根據需要給相關的工作人員提供內部及外部的培訓課程。

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SIGNIFICANT INVESTMENTS HELD

Except for investments in subsidiaries, as at 30 June 2023, the Group did not hold any significant investment in equity interest in any other company.

FUTURE PLANS FOR MATERIAL INVESTMENTS AND CAPITAL ASSETS

The Group currently does not have other future plans for material investments and capital assets.

MATERIAL ACQUISITIONS AND DISPOSALS OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES

The Group did not have any material acquisitions and disposals of subsidiaries, associates and joint ventures during the first half of 2023.

PLEDGE OF ASSETS

As at 30 June 2023, four of the Group's patents with a carrying amount of approximately RMB1,979,000 were pledged as collateral for the Group's borrowings (as at 31 December 2022: nil).

CONTINGENT LIABILITIES

As at 30 June 2023, the Group did not have any material contingent liabilities (31 December 2022: nil).

所持重大投資

除於附屬公司的投資外，於2023年6月30日，本集團並無於任何其他公司的股本權益中持有任何重大投資。

有關重大投資及資本資產的未來計劃

本集團目前並無其他有關重大投資及資本資產的未來計劃。

附屬公司、聯營公司及合營企業的重大收購及出售

於2023年上半年，本集團並無任何對附屬公司、聯營公司及合營企業的重大收購及出售。

資產抵押

於2023年6月30日，本集團帳面值約為人民幣1,979,000元之四項專利權已抵押作本集團借款之抵押品(2022年12月31日：無)。

或然負債

於2023年6月30日，本集團並無任何重大或然負債(2022年12月31日：無)。

CONNECTED TRANSACTION

During the first half of 2023, the Group did not enter into any transactions which constitute non-exempt connected transactions within the meaning of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

PRINCIPAL RISKS AND UNCERTAINTIES

The management continues to manage the Group’s key risk exposures, including operational risks (e.g. ensuring high quality of medicines products, safety in the production process and efficiency in the distribution processes), financial risks (e.g. through budget control and cash flow management) and compliance risks (ensuring the relevant rules and regulations are complied with) on a daily basis. The management also pays close attention to the recent developments of national policies in respect of the pharmaceutical industry, which is a key uncertainty that the Group is facing, and formulates and adjusts the Group’s relevant policies accordingly on a timely basis.

ENVIRONMENTAL POLICIES AND PERFORMANCE

The Group is committed to achieving environmental sustainability and incorporating it into the Group’s daily operations. Other than complying with all the relevant environmental rules and regulations, the management always encourages water, energy and materials saving and recycling practices which are considered in the performance appraisal process.

關連交易

於2023年上半年，本集團並無進行任何會構成香港聯合交易所有限公司（「**聯交所**」）證券上市規則（「**上市規則**」）所指的非豁免關連交易。

主要風險及不明朗因素

管理層在日常的工作中一直管理本集團的主要風險，包括經營風險（例如確保高質量的藥物產品、安全的生產過程以及有效率的分銷過程），財務風險（例如透過預算控制及現金流管理）以及合規風險（確保符合相關規則及法規）。管理層亦一直密切留意醫藥行業國家政策的近期發展（為本集團面對的主要不明朗因素），並及時制定及調整本集團的相關政策。

環境政策及表現

本集團致力實現環境的可持續發展並將其納入本集團的日常運作。除了遵守所有相關環境規則及法規外，管理層一直鼓勵節省及循環再用水、能源與材料的行為，並在表現考核的過程中加以考慮。

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COMPLIANCE WITH THE RELEVANT LAWS AND REGULATIONS

During the first half of 2023, there was no incident of significant non-compliance of laws and regulations that is relevant to the Group's operations.

KEY INDUSTRY POLICIES AND IMPLICATIONS

In 2023, the policies of the pharmaceutical industry still mainly focus on deepening healthcare reform, improving the health insurance system, optimizing the healthcare system, strengthening disease prevention and treatment, promoting the development of traditional Chinese medicine, and guaranteeing the safety of medicines, etc., thus facilitating the high-quality development of the pharmaceutical industry. The medical insurance catalogue is dynamically adjusted on a yearly basis. Centralized quantity procurement has become normalized and institutionalized, and the Chinese medicine industry has continued to develop under a favourable policy environment.

In recent years, the Chinese government has actively supported and promoted the development of traditional Chinese medicine industry, placed its development in a prominent position, and has made numerous decisions and deployments to introduce supportive policies for the development of traditional Chinese medicine industry. The 14th Five-Year Plan for the Planning of Development of Chinese Medicine (《「十四五」中醫藥發展規劃》) issued by the General Office of the State Council has formulated holistic, strategic and protective planning for the development of Chinese medicine. It also serves as the programmatic guidance document regarding the implementation of the policy making and deployment of the Central Committee of the Chinese Communist Party and the State Council in relation to the tasks on Chinese medicine and promotion of the revitalization and development of Chinese medicine within the period of the 14th Five-Year Plan. The heritage and innovative development of Chinese medicine has entered a new stage during the period of the 14th Five-Year Plan. Looking into the future, with the increasing policy support, the Chinese medicine industry of China will continue its development of, among others, specification, standardization and globalization.

遵守相關法律法規

於2023年上半年，並無發生與本集團運作有關的法律法規的重大違規事件。

主要行業政策及影響

2023年醫藥行業政策依然是圍繞深化醫改、健全醫保制度、完善醫療體系、加強疾病防治、促進中醫藥發展、保障藥品安全等出台，推動醫藥產業高質量發展。醫保目錄動態調整，原則上一年一調。集中帶量採購已進入常態化、制度化，中醫藥行業持續迎來政策利好。

近年來，國家大力扶持和促進中醫藥事業發展，把中醫藥發展擺在突出位置，多次決策部署，出台中藥產業支持政策，推動中藥產業發展。國務院辦公廳印發的《「十四五」中醫藥發展規劃》對中醫藥發展作出全局性、戰略性、保障性謀劃，也是「十四五」時期貫徹落實黨中央、國務院關於中醫藥工作的決策部署，推動中醫藥振興發展的綱領性文件。「十四五」期間，中醫藥傳承創新發展進入新階段。未來隨著越來越多政策的加持，我國中醫藥產業將不斷向規範化、標準化、國際化等方向發展。



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In February 2023, the General Office of the State Council has issued the Implementation Plan for Major Projects of the Revitalization and Development of Traditional Chinese Medicine (《中醫藥振興發展重大工程實施方案》) (the “Implementation Plan”) which is based on the projects of the 14th Five-Year Plan for the Planning of Development of Chinese Medicine (《「十四五」中醫藥發展規劃》) to further define the construction goals, tasks, supporting measures and departmental division of labour, and thus ensuring the effective implementation. Meanwhile, the Implementation Plan focused on the health of the citizens, increased the investment and innovation efforts in systems and mechanisms, coordinated to focus on solving outstanding problems in key areas and segments. In January and February 2023, the National Medical Products Administration issued Several Measures to Further Strengthen Scientific Supervision of Chinese Medicine and Promote the Development of Chinese Medicine Heritage and Innovation (《進一步加強中藥科學監管促進中藥傳承創新發展若干措施》) and Special Regulations on the Management of Chinese Medicine Registration (《中藥註冊管理專門規定》) to further strengthen the scientific supervision requirements of Chinese medicine, enhance the research and registration management of new Chinese medicine, create a more stable policy environment to encourage innovation of Chinese medicine, and promote the development of Chinese medicine heritage and innovation. Under the continuous promotion of the policies, the strategic status of Chinese medicine has been continuously enhanced, and the industry has witnessed vigorous growth.

2023年2月，國務院辦公廳印發《中醫藥振興發展重大工程實施方案》(「《實施方案》」)，《實施方案》基於《「十四五」中醫藥發展規劃》的工程項目進一步明確建設目標、任務、配套措施及部門分工，保障有效落地實施。同時，《實施方案》堅持以人民健康為中心，加大投入與體制機制創新並明舉重，統籌力量集中解決重點領域、重要環節的突出問題。國家藥品監督管理局於2023年1、2月發佈了《進一步加強中藥科學監管促進中藥傳承創新發展若干措施》、《中藥註冊管理專門規定》，進一步加強中藥科學監管要求，加強中藥新藥研製與註冊管理，為鼓勵中藥創新營造了更加穩定的政策環境，促進中藥傳承創新發展。在政策的持續推動下，中醫藥戰略地位不斷提升，行業迎來蓬勃生機。

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OUTLOOK

This year marks the tenth anniversary of the Company's listing in the Hong Kong stock market. Over the past decade, all employees of the Group shared the same vision and made concerted efforts to overcome various difficulties and challenges, all the while maintained a steady pace of development amidst the new landscape, new challenges and new opportunities. Despite the implementation of centralized procurement price, rising raw material prices, stricter pharmaceutical compliance requirements and fierce competition in the industry since the beginning of this year, we have managed to achieve a gratifying performance given our stronger-than-ever efforts devoted thereto. The Group was ranked 22nd in the "2022 China TOP 100 Chinese Medicine Enterprises List", ranking increased by 7 places as compared with the same period last year.

Looking forward to the second half of the year, in the face of the severe industry situation, we will continue to strive to solidify the foundation for nephrology products, aggressively expand the presence of the gynaecology and paediatrics products, achieve breakthroughs in imaging products, and further diversify the OTC products. Meanwhile, we will achieve synergies in terms of products, prices, strategies and resources by means of process-based, standardized, and data-based standards. We will also realize the integration of in-hospital/out-of-hospital services, online/offline operations, self-operated/agent stores, as well as the integration of enterprise, terminal, medical and patient services, thereby seizing the development opportunities arising in the post-pandemic era with our best efforts to outperform the general trend and ensure steady growth. To this end, we must take audacious and proactive measures instead of being complacent, dare to take the difficult path of specialization instead of drifting with the tide, and be courageous to make attempts and innovation instead of being timid.

展望

今年，是本公司港股上市的第十年。十年來，集團全體同仁上下同欲，勳力同心，克服了眾多困難的挑戰，始終保持了穩健發展的步伐，當然也面臨着新形勢、新挑戰、新機遇。今年年初以來，集採價格落地執行，原材料價格上漲，醫藥合規趨嚴，同業競爭激烈，我們付出了比以往更艱苦的努力，仍然取得了令人欣慰的業績。集團位列「2022年度中國中藥企業TOP100排行榜」第22位，比去年同期上升了7位。

展望下半年，雖然面臨着嚴峻的行業形勢，我們依然要致力於打贏腎科產品的陣地戰、婦兒產品的進攻戰、影像產品的突圍戰、OTC產品的立體戰。以流程化、標準化、數據化的標準來實現產品協同、價格協同、策略協同、資源協同。實現院內／院外一體化，線上／線下一體化，自營／代理一體化，企、端、醫、患一體化，全力以赴抓住後疫情時代的發展機遇，跑贏大勢，保證穩步增長。為此，我們要做到勇於積極進取，而不是甘於守成；勇於去走不容易的專業之路，而不是隨波逐流；勇於嘗試和創新，而不是畏手畏腳。

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We are confident that as long as we maintain the passion to strive for “perpetual entrepreneurship” and adopt a symbiosis, co-creation and co-sharing approach for achieving mutual growth and mutual fulfillment with our customers and employees, we will be able to deliver satisfactory results throughout the year of 2023, which will lay a solid foundation for the continuous healthy growth and high-quality development of the Company in the future.

INTERIM DIVIDEND

The Board is pleased to announce the distribution of an interim dividend of HKD0.15 per share for the six months ended 30 June 2023 (the “**Interim Dividend**”), which amounted to approximately RMB109,068,000. It is expected that the Interim Dividend will be paid on or about Wednesday, 20 September 2023 to the shareholders whose names appear on the register of members of the Company on Monday, 11 September 2023.

In order to qualify for the entitlements to the Interim Dividend, all transfer documents accompanied by the relevant share certificates must be lodged with the Company’s branch share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, not later than 4:30 pm on Monday, 11 September 2023.

我們相信，只要保持「永遠創業」的奮鬥激情，與客戶和員工共生、共創、共享，共同成長、彼此成就，2023年全年一定可以交出一份滿意的成績單，為企業未來的持續良性增長和高質量發展打下堅實基礎！

中期股息

董事局欣然宣佈就截至2023年6月30日止六個月派發每股0.15港元之中期股息（「**中期股息**」），總額約人民幣109,068,000元。預計中期股息將於2023年9月20日（星期三）或前後派付予於2023年9月11日（星期一）名列本公司股東名冊之股東。

為符合領取中期股息之資格，所有過戶文件連同有關股票，必須於2023年9月11日（星期一）下午4時30分前交回本公司之證券登記分處香港中央證券登記有限公司，地址為香港灣仔皇后大道東183號合和中心17樓1712-1716號舖。

Consolidated Statement of Profit or Loss 綜合損益表

for the six months ended 30 June 2023 – unaudited (Expressed in Renminbi)
截至2023年6月30日止六個月 – 未經審核 (以人民幣列示)

		For the six months ended 30 June	
		截至6月30日止六個月	
		2023	2022
		2023年	2022年
		RMB' 000	RMB'000
		人民幣千元	人民幣千元
Revenue	收入	1,119,679	993,528
Cost of sales	銷售成本	(283,263)	(255,437)
Gross profit	毛利	836,416	738,091
Other income	其他收入	29,634	25,451
Distribution costs	分銷成本	(362,026)	(327,422)
Administrative expenses	行政開支	(136,744)	(135,299)
Reversals of impairment losses on trade and other receivables	撥回貿易及其他應收款項的減值虧損	17,532	12,790
Profit from operations	經營性溢利	384,812	313,611
Finance costs	融資成本	(7,207)	(4,094)
Profit before taxation	稅前溢利	377,605	309,517
Income tax	所得稅	(29,775)	(13,877)
Profit for the period	期內溢利	347,830	295,640
Attributable to:	以下人士應佔：		
– Equity shareholders of the Company	– 本公司權益股東	347,894	296,729
– Non-controlling interests	– 非控股權益	(64)	(1,089)
Profit for the period	期內溢利	347,830	295,640
Earnings per share (RMB yuan)	每股盈利(人民幣元)		
– Basic	– 基本	0.4408	0.3743
– Diluted	– 攤薄	0.4367	0.3733

The notes on pages 29 to 55 form part of this interim financial report. Details of dividends payable to equity shareholders of the Company are set out in note 16.

第29至55頁之附註為本中期財務報告的組成部份。應付本公司權益股東的股息詳情載於附註16。

Consolidated Statement of Profit or Loss and Other Comprehensive Income

綜合損益及其他全面收益表

for the six months ended 30 June 2023 – unaudited (Expressed in Renminbi)
截至2023年6月30日止六個月 – 未經審核 (以人民幣列示)

		For the six months ended 30 June	
		截至6月30日止六個月	
		2023	2022
		2023年	2022年
		RMB' 000	RMB' 000
		人民幣千元	人民幣千元
Profit for the period	期內溢利	347,830	295,640
Other comprehensive income for the period that may be reclassified subsequently to profit or loss:	其後可能重新分類至損益的 期內其他全面收益：		
Exchange differences on translation of financial statements of operations outside the Chinese Mainland	換算中國內地境外業務的 財務報表的匯兌差額	(37)	(57)
Total comprehensive income for the period	期內全面收益總額	347,793	295,583
Attributable to:	以下人士應佔：		
– Equity shareholders of the Company	– 本公司權益股東	347,857	296,672
– Non-controlling interests	– 非控股權益	(64)	(1,089)
Total comprehensive income for the period	期內全面收益總額	347,793	295,583

The notes on pages 29 to 55 form part of this interim financial report.

第29至55頁之附註為本中期財務報告的組成部份。

Consolidated Statement of Financial Position

綜合財務狀況表

at 30 June 2023 – unaudited (Expressed in Renminbi)

於2023年6月30日 – 未經審核 (以人民幣列示)

			At 30 June 2023 於2023年 6月30日 RMB' 000 人民幣千元	At 31 December 2022 於2022年 12月31日 RMB'000 人民幣千元
		Note 附註		
Non-current assets	非流動資產			
Property, plant and equipment	物業、廠房及設備	9	732,826	746,213
Investment properties	投資物業	9	14,880	15,127
Right-of-use assets	使用權資產	9	125,704	128,786
Intangible assets	無形資產	9	297,024	311,904
Financial asset measured at fair value through profit or loss (FVPL)	按公允值計入損益計量的金融資產		15,500	6,500
Other prepayment	其他預付款		29,308	24,747
Deferred tax assets	遞延稅項資產		27,716	36,432
Total non-current assets	非流動資產總值		1,242,958	1,269,709
Current assets	流動資產			
Inventories	存貨	10	343,463	276,080
Trade and other receivables	貿易及其他應收款項	11	240,813	295,663
Prepayments	預付款		37,944	11,583
Deposits with banks with original maturity date over three months	原到期日超過三個月的銀行存款		518,000	589,172
Cash and cash equivalents	現金及現金等值項目	12	2,644,196	2,450,173
Total current assets	流動資產總值		3,784,416	3,622,671
Current liabilities	流動負債			
Trade and other payables	貿易及其他應付款項	13	770,906	861,109
Loans and borrowings	貸款及借款	14	528,012	450,521
Lease liabilities	租賃負債		3,814	3,708
Deferred income	遞延收益		1,799	2,261
Current taxation	即期稅款		18,811	32,889
Total current liabilities	流動負債總額		1,323,342	1,350,488
Net current assets	流動資產淨值		2,461,074	2,272,183



Consolidated Statement of Financial Position

綜合財務狀況表

at 30 June 2023 – unaudited (Expressed in Renminbi)
於2023年6月30日 – 未經審核 (以人民幣列示)

			At 30 June 2023 於2023年 6月30日 RMB' 000 人民幣千元	At 31 December 2022 於2022年 12月31日 RMB'000 人民幣千元
Total assets less current liabilities	資產總值減流動負債		3,704,032	3,541,892
Non-current liabilities	非流動負債			
Lease liabilities	租賃負債		5,873	5,947
Deferred income	遞延收益		19,452	18,929
Deferred tax liabilities	遞延稅項負債		92,316	78,011
Total non-current liabilities	非流動負債總額		117,641	102,887
NET ASSETS	資產淨值		3,586,391	3,439,005
Capital and reserves	資本及儲備			
Share capital	股本	<i>16(b)</i>	63,738	63,450
Reserves	儲備		3,232,528	3,081,689
Total equity attributable to equity shareholders of the Company	本公司權益股東應佔權益總額		3,296,266	3,145,139
Non-controlling interests	非控股權益		290,125	293,866
TOTAL EQUITY	總權益		3,586,391	3,439,005

Approved and authorised for issue by the board of directors on 24 August 2023.

於2023年8月24日經董事局批准及授權刊發。

An Meng
安猛
Chairman
主席

Li Qian
黎倩
Vice Chairlady, Chief Executive Officer
副主席、首席執行官

The notes on pages 29 to 55 form part of this interim financial report.

第29至55頁之附註為本中期財務報告的組成部份。

Consolidated Statement of Changes in Equity

綜合權益變動表

for the six months ended 30 June 2023 – unaudited (Expressed in Renminbi)
截至2023年6月30日止六個月 – 未經審核 (以人民幣列示)

		Attributable to equity shareholders of the Company 本公司權益股東應佔										Total Equity									
		Share capital		Share premium		Exchange reserves		Capital reserve		Other reserves		Treasury shares held under		People's Republic of China (the "PRC") statutory reserve		Retained earnings		Non-controlling interests		Total Equity	
		RMB'000	人民幣千元	RMB'000	人民幣千元	RMB'000	人民幣千元	RMB'000	人民幣千元	RMB'000	人民幣千元	RMB'000	人民幣千元	RMB'000	人民幣千元	RMB'000	人民幣千元	RMB'000	人民幣千元	RMB'000	人民幣千元
As at 1 January 2022	於2022年1月1日	64,800	19,789	1,852	171,267	80,769	(83,173)	(30,151)	232,618	2,159,934	2,617,705	293,076	2,910,781								
Changes in equity for the six months ended 30 June 2022:	截至2022年6月30日止六個月的權益變動:																				
Profit for the period	期內溢利	-	-	-	-	-	-	-	-	296,729	296,729	(1,089)	295,640								
Other comprehensive income	其他全面收益	-	(57)	(57)	-	-	-	-	-	-	(57)	-	(57)								
Total comprehensive income	全面收益總額	-	(57)	(57)	-	-	-	-	-	296,729	296,672	(1,089)	295,583								
Purchase of own shares during the period	期內購買自身股份	-	-	-	-	-	-	(29,066)	-	-	(29,066)	-	(29,066)								
Cancellation of shares during the period	期內註銷股份	(1,424)	(22,992)	-	-	-	-	59,217	-	(34,801)	-	-	-								
Dividends approved and paid to equity shareholders of the Company	批准及已付本公司權益股東的股息	-	-	-	-	-	-	-	-	(127,492)	(127,492)	-	(127,492)								
Recognition of Employees' Share Option Scheme	確認僱員購股權計劃	-	-	-	(1,784)	-	-	-	-	-	(1,784)	-	(1,784)								
Shares issued under the Share Option Scheme	根據股權計劃發行的股份	74	3,203	-	(639)	-	-	-	-	-	2,638	-	2,638								

Consolidated Statement of Changes in Equity

綜合權益變動表

for the six months ended 30 June 2023 – unaudited (Expressed in Renminbi)
截至2023年6月30日止六個月 – 未經審核 (以人民幣列示)

		Attributable to equity shareholders of the Company 本公司權益股東應佔										Total Equity		
		Share capital	Share premium	Exchange reserves	Capital reserve	Other reserves	Award Scheme	Other treasury shares held under Share	People's Republic of China statutory reserve (the "PRC")	Retained earnings	Non-controlling interests			
	Note	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
	附註	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
As at 30 June 2022		63,450	-	1,795	168,844	80,769	(83,173)	-	232,618	2,294,370	2,758,673	291,987	3,050,660	
and 1 July 2022														
Changes in equity for the six months ended 31 December 2022:														
Profit for the period		-	-	-	-	-	-	-	-	386,178	386,178	1,879	388,057	
Other comprehensive income		-	-	288	-	-	-	-	-	-	288	-	288	
Total comprehensive income		-	-	288	-	-	-	-	-	386,178	386,466	1,879	388,345	
Appropriations to statutory reserve		-	-	-	-	-	-	-	3,361	(3,361)	-	-	-	
As at 31 December 2022		63,450	-	2,083	168,844	80,769	(83,173)	-	235,979	2,677,187	3,145,139	293,866	3,439,005	

Consolidated Statement of Changes in Equity

綜合權益變動表

for the six months ended 30 June 2023 – unaudited (Expressed in Renminbi)
截至2023年6月30日止六個月 – 未經審核 (以人民幣列示)

		Attributable to equity shareholders of the Company 本公司權益股東應佔														
		Treasury shares held under					Other treasury shares		PRC statutory reserve		Retained earnings		Non-controlling interests		Total Equity	
		Share capital	Share premium	Exchange reserves	Capital reserve	Other reserves	Award Scheme	Share held under Treasury shares	Other treasury shares	PRC statutory reserve	Retained earnings	Total	Non-controlling interests	Total Equity		
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
As at 1 January 2023	於2023年1月1日	63,450	-	2,083	168,844	80,769	(83,173)	-	-	235,979	2,677,187	3,145,139	293,866	3,439,005		
Changes in equity for the six months ended 30 June 2023:	截至2023年6月30日止六個月的權益變動：															
Profit for the period	期內溢利	-	-	-	-	-	-	-	-	-	347,894	347,894	(64)	347,830		
Other comprehensive income	其他全面收益	-	-	(37)	-	-	-	-	-	-	-	(37)	-	(37)		
Total comprehensive income	全面收益總額	-	-	(37)	-	-	-	-	-	-	347,894	347,857	(64)	347,793		
Dividends approved and paid to equity shareholders of the Company	批准及已付本公司權益股東的股息	-	-	-	-	-	-	-	-	-	(208,065)	(208,065)	-	(208,065)		
Dividends approved and paid to non-controlling interest holders of a subsidiary	批准及已付一間附屬公司非控股權益持有人的股息	-	-	-	-	-	-	-	-	-	-	-	(3,677)	(3,677)		
Shares issued under the Share Option Scheme	根據股權計劃發行的股份	288	14,343	-	(3,296)	-	-	-	-	-	-	11,335	-	11,335		
As at 30 June 2023	於2023年6月30日	63,738	14,343	2,046	165,548	80,769	(83,173)	-	-	235,979	2,817,016	3,296,266	290,125	3,586,391		

The notes on pages 29 to 55 form part of this interim financial report.

第29至55頁之附註為本中期財務報告的組成部份。

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

for the six months ended 30 June 2023 – unaudited (Expressed in Renminbi)
截至2023年6月30日止六個月 – 未經審核 (以人民幣列示)

		For the six months ended 30 June 截至6月30日止六個月	
		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Operating activities	經營活動		
Cash generated from operations	經營活動所得現金	274,807	336,556
PRC income tax paid	已付中國所得稅	(20,832)	(3,807)
Net cash generated from operating activities	經營活動所得現金淨額	253,975	332,749
Investing activities	投資活動		
Interest received	已收利息	30,082	19,739
Payment for deposits with banks with original maturity date over three months	支付原到期日超過三個月之銀行存款	(260,000)	(280,000)
Withdrawal of deposits with banks with original maturity date over three months	提取原到期日超過三個月之銀行存款	331,172	–
Payment for purchase of unlisted investment fund	購買非上市投資基金的款項	(9,000)	(6,890)
Withdrawal of restricted cash	提取受限制現金	–	2,320
Payment for the purchase of property, plant and equipment	購買物業、廠房及設備的款項	(16,775)	(27,564)
Proceeds received from disposal of property, plant and equipment	已收出售物業、廠房及設備所得款項	138	533
Net cash generated from/(used in) investing activities	投資活動所得/(所用)現金淨額	75,617	(291,862)

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

for the six months ended 30 June 2023 – unaudited (Expressed in Renminbi)
截至2023年6月30日止六個月 – 未經審核 (以人民幣列示)

		For the six months ended 30 June 截至6月30日止六個月	
		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Financing activities	融資活動		
Proceeds from bank loans	銀行貸款所得款項	291,478	209,315
Repayment of bank loans	償還銀行貸款	(219,248)	(353,812)
Proceeds from shares issued under the Share Option Scheme	根據購股權計劃發行股份所得款項	9,142	2,638
Dividends paid to equity shareholders of the Company	已付本公司權益股東的股息	(208,065)	(127,492)
Dividends paid to non-controlling interests holders	已付非控股權益持有人的股息	(3,677)	–
Capital element of lease rentals paid	已付租金之資本部分	(180)	–
Interest element of lease rentals paid	已付租金之利息部分	(23)	–
Finance costs paid	已付融資成本	(6,972)	(3,817)
Payment for repurchase of shares which were subsequently cancelled by the Company	購回其後由本公司註銷的股份的款項	–	(29,066)
Net cash used in financing activities	融資活動所用現金淨額	(137,545)	(302,234)
Net increase/(decrease) in cash and cash equivalents	現金及現金等值項目增加/(減少)淨額	192,047	(261,347)
Cash and cash equivalents at 1 January	於1月1日的現金及現金等值項目	2,450,173	2,196,323
Effect of foreign exchange rate changes	匯率變動的影響	1,976	5,649
Cash and cash equivalents at 30 June	於6月30日的現金及現金等值項目	2,644,196	1,940,625

The notes on pages 29 to 55 form part of this interim financial report.

第29至55頁之附註為本中期財務報告的組成部份。

Notes to the Unaudited Interim Financial Report

未經審核中期財務報告附註

(Expressed in Renminbi unless otherwise indicated)
(以人民幣列示，除非另有註明)

1 BASIS OF PREPARATION

This interim financial report 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, including compliance with Hong Kong Accounting Standard (“HKAS”) 34, *Interim financial reporting*, issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”). It was authorised for issue on 24 August 2023.

The interim financial report has been prepared in accordance with the same accounting policies adopted in the 2022 annual financial statements, except for the accounting policy changes that are expected to be reflected in the 2023 annual financial statements. Details of the changes in accounting policies are set out in note 2.

The preparation of an interim 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 interim financial report contains condensed consolidated financial statements and selected explanatory notes. The notes include an explanation of events and transactions that are significant to an understanding of the changes in financial position and performance of the Group since the 2022 annual financial statements. The condensed consolidated interim financial statements and notes thereon do not include all of the information required for full set of financial statements prepared in accordance with Hong Kong Financial Reporting Standards (“HKFRSs”).

1 編製基準

本中期財務報告乃根據香港聯合交易所有限公司證券上市規則之適用披露規定而編製(包括遵守香港會計師公會(「香港會計師公會」)頒佈之香港會計準則(「香港會計準則」)第34號,《中期財務報告》),並獲授權於2023年8月24日刊發。

中期財務報告乃按與2022年年度財務報表所採用之相同會計政策編製,惟預期將反映於2023年年度財務報表中之會計政策變動除外。會計政策變動詳情載於附註2。

編製符合香港會計準則第34號的中期財務報告要求管理層作出判斷、估計及假設,而有關判斷、估計及假設會影響政策的應用及由年初至今的資產與負債、收入及開支的呈報金額。實際結果可能有別於該等估計。

中期財務報告包括簡明綜合財務報表以及經選錄的解釋附註。附註包括對了解本集團自2022年年度財務報表以來的財務狀況及表現所出現的變動而言屬重要的事項及交易的解釋。簡明綜合中期財務報表及其附註並不包括根據香港財務報告準則(「香港財務報告準則」)所編製的完整財務報表所規定的一切資料。

Notes to the Unaudited Interim Financial Report

未經審核中期財務報告附註

(Expressed in Renminbi unless otherwise indicated)
(以人民幣列示，除非另有註明)

1 BASIS OF PREPARATION (Continued)

The interim financial report is unaudited, but has been reviewed by KPMG in accordance with Hong Kong Standard on Review Engagements 2410, *Review of interim financial information performed by the independent auditor of the entity*, issued by the HKICPA. KPMG's independent review report to the board of directors is included on pages 56 to 57.

The financial information relating to the financial year ended 31 December 2022 that is included in the interim financial report as comparative information does not constitute the Company's statutory annual consolidated financial statements for that financial year but is derived from those financial statements.

2 CHANGES IN ACCOUNTING POLICIES

The HKICPA has issued a new HKFRS and a number of amendments to HKFRSs that are first effective for the current accounting period. None of these developments are relevant to the Group. The Group has not applied any new standard or interpretation that is not yet effective for the current accounting period.

3 REVENUE AND SEGMENT REPORTING

The Group manages its businesses by product lines. In a manner consistent with the way in which information is reported internally to the Group's most senior executive management for the purposes of resource allocation and performance assessment, the Group has identified the following two reportable segments. No operating segments have been aggregated to form the following reportable segments.

- Consun Pharmaceutical Segment: this segment manufactures and sells modern Chinese medicines and medical contrast medium.
- Yulin Pharmaceutical Segment: this segment manufactures and sells traditional Chinese medicines.

1 編製基準 (續)

中期財務報告未經審核，但已由畢馬威會計師事務所根據香港會計師公會頒佈的香港審閱委聘準則第2410號，由實體之獨立核數師執行之中期財務資料審閱，進行審閱工作。畢馬威會計師事務所致董事局的獨立審閱報告載於第56至57頁。

有關截至2022年12月31日止財政年度並載入中期財務報告內作為比較資料的財務資料，並不構成本公司於該財政年度的法定年度綜合財務報表，惟乃摘錄自該等財務報表。

2 會計政策變動

香港會計師公會已頒佈於本會計期間首次生效的一項新訂香港財務報告準則及多項香港財務報告準則修訂本。該等修訂均與本集團無關。本集團並無應用任何於本會計期間尚未生效的新訂準則或詮釋。

3 收入及分部報告

本集團按產品線管理其業務。本集團已呈列下列兩個可申報分部，其列報方式與為分配資源及評估表現目的而向本集團最高行政管理人員內部報告資料的方式貫徹一致。並無合併經營分部以組成下列可呈報分部。

- 康臣藥業分部：此分部生產及銷售現代中成藥及醫用成像對比劑。
- 玉林製藥分部：此分部生產及銷售傳統中成藥。



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3 REVENUE AND SEGMENT REPORTING

(Continued)

(a) Disaggregation of revenue

Disaggregation of revenue from contracts with customers by major products is as follows:

3 收入及分部報告 (續)

(a) 收入分拆

來自與客戶訂立之合約的收入按主要產品之分拆如下：

		For the six months ended 30 June 截至6月30日止六個月	
		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Revenue from contracts with customers within the scope of HKFRS 15	屬香港財務報告準則第15號範圍內之來自與客戶訂立之合約的收入		
Kidney medicines	腎科藥物	794,744	701,135
Contrast medium	對比劑	64,197	70,418
Orthopedics medicines	骨科藥物	43,234	56,636
Dermatologic medicines	皮膚科藥物	42,822	54,385
Hepatobiliary medicines	肝膽藥物	39,792	10,679
Gynaecology and paediatric medicines	婦兒藥物	113,406	85,977
Others	其他	21,484	14,298
		1,119,679	993,528

Analysis of the Group's revenue and results by geographical market has not been presented as over 99% (six months ended 30 June 2022: 99%) of the revenue are generated from the PRC market.

由於超過99%之收入(截至2022年6月30日止六個月: 99%)來自中國市場，故並無按地區市場呈列本集團收入及業績之分析。

Disaggregation of revenue from contracts with customers by the timing of revenue recognition is disclosed in note 3(b).

來自與客戶訂立之合約之收入按收入確認之時間之分拆披露於附註3(b)。

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3 REVENUE AND SEGMENT REPORTING

(Continued)

(b) Information about profit or loss, assets and liabilities

For the purposes of assessing segment performance and allocating resources between segments, the Group's most senior executive management monitors the results, assets and liabilities attributable to each reportable segment on the following bases:

Segment assets include all tangible, intangible assets and current assets with the exception of deferred tax assets. Segment liabilities include trade creditors, accruals, bills payable, deferred income and lease liabilities attributable to the manufacturing and sales activities of the individual segments and bank borrowings managed directly by the segments with the exception of current taxation and deferred tax liabilities.

Revenue and expenses are allocated to the reportable segments with reference to sales generated by those segments and the expenses incurred by those segments or which otherwise arise from the depreciation or amortisation of assets attributable to those segments.

The measure used for reporting segment profit is gross profit. The Group's senior executive management is provided with segment information concerning segment revenue and gross profit.

3 收入及分部報告(續)

(b) 有關損益、資產及負債之資料

為評估分部表現及在分部間分配資源，本集團最高行政管理人員根據以下基準監察各可呈報分部應佔的業績、資產及負債：

分部資產包括所有有形、無形資產及流動資產，而遞延稅項資產則除外。分部負債包括由各分部直接管理的個別分部生產及銷售活動應佔的貿易應付賬款、應計費用、應付票據、遞延收益及租賃負債以及銀行借款，而即期稅款及遞延稅項負債則除外。

收入及開支乃經參照該等分部產生的銷售額及開支或該等分部應佔資產折舊或攤銷產生的開支，分配至可呈報分部。

用於呈報分部溢利的指標為毛利。本集團資深管理層獲提供有關分部收入及毛利的分部資料。



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3 REVENUE AND SEGMENT REPORTING

(Continued)

(b) Information about profit or loss, assets and liabilities (Continued)

Disaggregation of revenue from contracts with customers by the timing of revenue recognition, as well as information regarding the Group's reportable segments as provided to the Group's most senior executive management for the purposes of resource allocation and assessment of segment performance for the period is set out below:

3 收入及分部報告 (續)

(b) 有關損益、資產及負債之資料 (續)

下文載列來自與客戶訂立之合約之收入按收入確認之時間之分拆，以及期內為分配資源及評估分部表現而向本集團最高行政管理人員提供的本集團可呈報分部之資料：

		Consun Pharmaceutical		Yulin Pharmaceutical		Total	
		Segment		Segment		Total	
		康臣藥業分部		玉林製藥分部		總計	
		2023	2022	2023	2022	2023	2022
		2023年	2022年	2023年	2022年	2023年	2022年
For the six months ended 30 June	截至6月30日止六個月	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
Disaggregated by timing of revenue recognition	按收入確認之時間之分拆						
Point in time	時間點	974,335	862,136	145,344	131,392	1,119,679	993,528
Reportable segment revenue	可呈報分部收入						
Revenue from external customers	來自外部客戶的收入	974,335	862,136	145,344	131,392	1,119,679	993,528
Reportable segment profit	可呈報分部溢利						
Gross profit	毛利	769,384	677,714	67,032	60,377	836,416	738,091
As at 30 June/31 December	於6月30日/12月31日						
Reportable segment assets	可呈報分部資產	3,478,445	3,295,645	1,521,869	1,557,768	5,000,314	4,853,413
Reportable segment liabilities	可呈報分部負債	953,436	920,958	392,576	425,482	1,346,012	1,346,440

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3 REVENUE AND SEGMENT REPORTING

(Continued)

(c) Reconciliations of reportable segment profit

3 收入及分部報告 (續)

(c) 可呈報分部溢利的對賬

		For the six months ended 30 June 截至6月30日止六個月	
		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Reportable segment profit derived from the Group's external customers	來自本集團外部客戶之 可呈報分部溢利	836,416	738,091
Other income	其他收入	29,634	25,451
Distribution costs	分銷成本	(362,026)	(327,422)
Administrative expenses	行政開支	(136,744)	(135,299)
Reversals of impairment losses on trade and other receivables	撥回貿易及其他應收 款項的減值虧損	17,532	12,790
Finance costs	融資成本	(7,207)	(4,094)
Consolidated profit before taxation	綜合稅前溢利	377,605	309,517

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4 SEASONALITY OF OPERATIONS

The Group generally experiences on average over 50% higher revenue in the fourth quarter as compared with other quarters in the year, because more sales of pharmaceutical products are made to distributors in the fourth quarter of the year prior to the New Year holiday. The Group satisfies this higher demand by increasing its production so as to build up inventories during the second half of the year.

For the twelve months ended 30 June 2023, the Group reported revenue of RMB2,465,801,000 (twelve months ended 30 June 2022: RMB2,151,662,000), and gross profit of RMB1,861,237,000 (twelve months ended 30 June 2022: RMB1,604,187,000).

5 OTHER INCOME

4 經營的季節性特徵

由於本集團一般在新年假期前的第四季度向經銷商銷售更多醫藥產品，本集團醫藥產品第四季度銷售額較年內其他季度平均高出50%。本集團通過於下半年度提高產量，增加庫存以應對該需求。

於截至2023年6月30日止十二個月，本集團錄得收入人民幣2,465,801,000元（截至2022年6月30日止十二個月：人民幣2,151,662,000元）及毛利人民幣1,861,237,000元（截至2022年6月30日止十二個月：人民幣1,604,187,000元）。

5 其他收入

		For the six months ended 30 June 截至6月30日止六個月	
		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Government grants	政府補助		
– Unconditional subsidies	– 無條件補貼	3,074	8,461
– Conditional subsidies	– 有條件補貼	1,740	1,115
Net rental income from investment properties	投資物業淨租金收入	480	385
Interest income	利息收入	32,448	23,576
Loss on disposal of property, plant and equipment	處置物業、廠房及設備產生的虧損	(195)	(1,028)
Net exchange losses	淨匯兌虧損	(7,402)	(6,405)
Others	其他	(511)	(653)
		29,634	25,451

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6 PROFIT BEFORE TAXATION

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

(a) Finance costs:

		For the six months ended 30 June 截至6月30日止六個月	
		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Interest on bank loans	銀行貸款利息	6,971	3,804
Interest expenses on discounted bills	貼現票據利息開支	1	13
Interest on lease liabilities	租賃負債利息	235	277
		7,207	4,094

(b) Staff costs:

		For the six months ended 30 June 截至6月30日止六個月	
		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Salaries, wages, bonuses and benefits	薪金、工資、花紅及福利	209,100	186,173
Contribution to defined contribution retirement schemes	界定供款退休計劃供款	8,460	7,774
Equity settled share-based payments:	以股權結算並以股份為 基礎的付款：		
Share Option Scheme	購股權計劃	—	(1,784)
		217,560	192,163

6 稅前溢利

稅前溢利乃扣除／(計入)以下各項後得
出：

(a) 融資成本：

		For the six months ended 30 June 截至6月30日止六個月	
		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Interest on bank loans	銀行貸款利息	6,971	3,804
Interest expenses on discounted bills	貼現票據利息開支	1	13
Interest on lease liabilities	租賃負債利息	235	277
		7,207	4,094

(b) 員工成本：

		For the six months ended 30 June 截至6月30日止六個月	
		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Salaries, wages, bonuses and benefits	薪金、工資、花紅及福利	209,100	186,173
Contribution to defined contribution retirement schemes	界定供款退休計劃供款	8,460	7,774
Equity settled share-based payments:	以股權結算並以股份為 基礎的付款：		
Share Option Scheme	購股權計劃	—	(1,784)
		217,560	192,163

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6 PROFIT BEFORE TAXATION (Continued)

(c) Other items:

6 稅前溢利(續)

(c) 其他項目：

		For the six months ended 30 June 截至6月30日止六個月	
		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Depreciation and amortisation charge	折舊及攤銷費用		
– investment properties	– 投資物業	247	247
– property, plant and equipment	– 物業、廠房及設備	20,468	21,372
– right-of-use assets	– 使用權資產	3,082	2,894
– intangible assets	– 無形資產	14,880	14,880
Reversals of impairment losses on trade and other receivables	撥回貿易及其他應收款項的減值虧損	(17,532)	(12,790)
Leases charges	租賃費用	2,089	1,765
Research and development costs (i)	研發成本(i)	47,962	49,084
Inventory (reversals)/write-down	存貨(撥回)/撇減	(1,288)	7,444

(i) During the six months ended 30 June 2023, research and development costs included RMB9,337,000 (six months ended 30 June 2022: RMB11,027,000) relating to staff costs, depreciation and amortisation expenses and lease charges, which amount is also included in the respective total amounts disclosed separately above or in the note 6(b) for each of these types of expenses.

(i) 截至2023年6月30日止六個月，研發成本包括與員工成本、折舊及攤銷開支和租賃費用相關的人民幣9,337,000元（截至2022年6月30日止六個月：人民幣11,027,000元），以上金額亦計入上文或附註6(b)就各開支類別獨立披露的相應總金額內。

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7 INCOME TAX

7 所得稅

		For the six months ended 30 June 截至6月30日止六個月	
		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Current tax	即期稅項		
Provision for PRC income tax	中國所得稅撥備	6,754	7,357
Deferred tax	遞延稅項		
Origination and reversal of temporary differences	產生及撥回暫時性差額	23,021	6,520
		29,775	13,877

(i) Pursuant to the rules and regulations of the Cayman Islands and the British Virgin Islands (the "BVI"), the Group is not subject to any income tax in the Cayman Islands and the BVI.

(ii) No provision was made for Hong Kong Profits Tax as the Group did not earn income subject to Hong Kong Profits Tax for the the six months ended 30 June 2023 (six months ended 30 June 2022: Nil).

(iii) Taxable income for the subsidiaries of the Company in the PRC is subject to PRC income tax rate of 25%, unless otherwise specified below.

Consun Pharmaceutical (Inner Mongolia) Co., Ltd. ("Inner Mongolia Consun") and Guangzhou Consun Pharmaceutical Company Limited ("Guangzhou Consun") were qualified as an "High and New Technology Enterprises", Inner Mongolia Consun and Guangzhou Consun were entitled to the preferential income tax rate of 15% from 2021 to 2023 and 2020 to 2022, respectively.

(i) 根據開曼群島及英屬處女群島(「英屬處女群島」)的規則及規例，本集團毋須於開曼群島及英屬處女群島繳納任何所得稅。

(ii) 由於本集團於截至2023年6月30日止六個月並無賺取須繳納香港利得稅的收入(截至2022年6月30日止六個月：無)，故並無就香港利得稅作出撥備。

(iii) 除非下文另有規定，否則本公司的中國附屬公司的應課稅收入須按25%的稅率繳納中國所得稅。

康臣藥業(內蒙古)有限責任公司(「內蒙古康臣」)及廣州康臣藥業有限公司(「廣州康臣」)獲認證為「高新技術企業」，內蒙古康臣及廣州康臣可分別從2021年至2023年及2020年至2022年享受優惠所得稅稅率15%。



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7 INCOME TAX (Continued)

(iii) (Continued)

The 15% preferential income tax rate applicable to High and New Technology Enterprises is subject to renewal approval by the relevant authorities, upon expiry of the three-year grant period, according to the then prevailing income tax regulations. Guangzhou Consun commenced the process of renewing the high technology enterprise certificate in June 2023, and the application is in the process of getting approval from the relevant authorities. The directors are of the view that it is highly probable that the Guangzhou Consun will be entitled to the same preferential income tax rate and 15% is adopted in estimating the tax provision for the six months period ended 30 June 2023.

Guangxi Yulin Pharmaceutical Group Co., Ltd. (“**Yulin Pharmaceutical**”) and Guangxi Yulin Pharmaceutical Capsule Co., Limited (“**Yulin Capsule**”) were qualified as encouraged industry that operates in western China. Yulin Pharmaceutical and Yulin Capsule were entitled to the preferential income tax rate of 15% from 2011 to 2030.

Guangxi Yulin Pharmaceutical Group Yuming Chinese Traditional Medicine Co., Limited (“**Yuming Chinese Traditional Medicine**”) and Guangxi Yulin Pharmaceutical Group Hongsheng Trading Co., Limited (“**Hongsheng Trading**”) met the criteria for preferential income tax rate granted to small and low profit-making enterprises in the PRC, and were entitled to the preferential income tax rate of 10% in 2023 (2022: 10%).

Guangxi Yulin Pharmaceutical Group Yonglv Chinese Traditional Medicine Industry Co., Limited (“**Yonglv Chinese Traditional Medicine**”) met the exemption criteria on income generated through planting of agricultural products and was exempted from PRC income tax in 2022 and 2023.

7 所得稅(續)

(iii) (續)

適用於高新技術企業的優惠所得稅稅率15%在三年授予期到期時須經相關機構根據當時現行的所得稅法規進行續新審批。廣州康臣於2023年6月開始進行高新技術企業證書的續新程序，申請目前有待相關機構批准。董事認為，廣州康臣極有可能將享受同樣的優惠所得稅稅率，並採用15%以預測截至2023年6月30日止六個月的稅項撥備。

廣西玉林製藥集團有限責任公司(「**玉林製藥**」)及廣西玉林玉藥膠囊有限公司(「**玉林膠囊**」)獲認證為於中國西部營運的鼓勵性產業公司，玉林製藥及玉林膠囊均可從2011年至2030年享受優惠所得稅稅率15%。

廣西玉藥集團玉銘中藥有限責任公司(「**玉銘中藥**」)及廣西玉林製藥集團宏升貿易有限公司(「**宏升貿易**」)符合標準申請授予中國小型微利企業的優惠所得稅稅率，並於2023年享受優惠所得稅稅率10%(2022年：10%)。

廣西玉藥集團永綠中藥產業有限公司(「**永綠中藥**」)符合農產品種植收入的豁免標準，並於2022年及2023年獲豁免繳納中國所得稅。

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7 INCOME TAX (Continued)

(iii) (Continued)
Consun Pharmaceutical (Horgos) Co., Ltd. (“**Horgos Consun**”) enjoyed the benefit of income tax exemption for five years from the financial year starting to generate operating revenue in 2021 under the Notice of the Ministry of Finance and the State Administration of Taxation on Income Tax Incentives for Newly-established Enterprises in Poverty Areas of Xinjiang.

(iv) According to the relevant tax law and its implementation rules, dividends receivable by non-PRC-resident corporate investors from PRC-resident enterprises are subject to withholding tax at 10%, unless reduced by tax treaties or arrangements, for profits earned since 1 January 2008. The Group's Hong Kong subsidiaries have obtained the Certificate of Resident Status of the Hong Kong Special Administrative Region (the “**Certificate**”) and have satisfied the “Arrangement between the Mainland of China and the Hong Kong Special Administrative Region for the Avoidance of Double Taxation and the Prevention of Fiscal Evasion with respect to Taxes on income” and therefore have adopted the withholding tax rate at 5% for PRC withholding tax.

The directors of the Group have determined that in determining the amounts of dividends to be distributed from PRC subsidiaries to the Hong Kong incorporated subsidiary in future, the amounts of dividends declared or to be declared by the Company, and the repayment schedule of loans and borrowings of the Company would be considered. As at 30 June 2023, deferred tax liabilities of RMB36,589,000 (31 December 2022: RMB19,915,000) have been provided based on the expected dividends to be distributed from Guangzhou Consun to the Company in the foreseeable future.

7 所得稅(續)

(iii) (續)
康臣藥業(霍爾果斯)有限公司(「**霍爾果斯康臣**」)可自開始產生營業收入的2021年財政年度起五年內享有《財政部國家稅務總局關於新疆困難地區新辦企業所得稅優惠政策的通知》項下的所得稅豁免優惠。

(iv) 根據有關稅法及其實施細則，除非自2008年1月1日起賺取的溢利獲稅務條例或安排寬減，否則非中國居民企業投資者應收中國居民企業的股息須按10%繳納預扣稅。本集團的香港附屬公司獲得香港特別行政區居民身分證明書(「**證明書**」)，並符合「內地和香港特別行政區關於對所得避免雙重徵稅和防止偷漏稅的安排」的條件，因此，就中國預扣稅而言，已採用5%的預扣稅率。

本集團董事已確定，在釐定中國附屬公司日後向於香港註冊成立的附屬公司分派的股息金額時，將考慮本公司已宣派或將宣派的股息金額及本公司貸款及借款的還款時間表。於2023年6月30日，根據於可預見的未來廣州康臣預期會向本公司派發股息，計提遞延稅項負債人民幣36,589,000元(2022年12月31日：人民幣19,915,000元)。



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8 EARNINGS PER SHARE

(a) Basic earnings per share

The calculation of basic earnings per share is based on the profit attributable to equity shareholders of the Company of RMB347,894,000 (six months ended 30 June 2022: RMB296,729,000) and the weighted average number of 789,314,000 ordinary shares (six months ended 30 June 2022: 792,824,000 shares) in issue during the interim period.

8 每股盈利

(a) 每股基本盈利

每股基本盈利乃根據中期期內本公司權益股東應佔溢利人民幣347,894,000元(截至2022年6月30日止六個月：人民幣296,729,000元)及已發行普通股的加權平均數789,314,000股(截至2022年6月30日止六個月：792,824,000股)計算。

		For the six months ended 30 June 截至6月30日止六個月	
		2023 2023年 '000 shares 千股	2022 2022年 '000 shares 千股
Issued ordinary shares at 1 January	於1月1日已發行普通股	806,973	824,218
Effect of share options exercised	已行使購股權的影響	823	435
Effect of treasury shares held under the Share Award Scheme	根據股份獎勵計劃持有的庫存股的影響	(18,482)	(18,482)
Effect of shares repurchased and cancelled	購回及註銷股份的影響	–	(13,347)
Weighted average number of ordinary shares at 30 June	於6月30日普通股加權平均數	789,314	792,824

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8 EARNINGS PER SHARE (Continued)

(b) Diluted earnings per share

The calculation of diluted earnings per share is based on the profit attributable to equity shareholders of the Company of RMB347,894,000 (six months ended 30 June 2022: RMB296,729,000) and the weighted average number of ordinary shares of 796,629,000 (six months ended 30 June 2022: 794,777,000 shares).

8 每股盈利(續)

(b) 每股攤薄盈利

每股攤薄盈利乃根據本公司權益股東應佔溢利人民幣347,894,000元(截至2022年6月30日止六個月: 人民幣296,729,000元)及普通股的加權平均數796,629,000股(截至2022年6月30日止六個月: 794,777,000股)計算。

		For the six months ended 30 June 截至6月30日止六個月	
		2023 2023年 '000 shares 千股	2022 2022年 '000 shares 千股
Weighted average number of ordinary shares at 30 June	於6月30日普通股加權平均數	789,314	792,824
Diluted effect of deemed issue of shares under the Share Option Scheme	購股權計劃項下視同發行股份的攤薄影響	7,315	1,953
Weighted average number of ordinary shares (diluted) at 30 June	於6月30日普通股加權平均數(攤薄)	796,629	794,777

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9 INVESTMENT PROPERTIES AND PROPERTY, PLANT AND EQUIPMENT, RIGHT-OF-USE ASSETS AND INTANGIBLE ASSETS

(a) Right-of-use assets

There is no addition of right-of-use assets during the six months ended 30 June 2023 (six months ended 30 June 2022: nil).

(b) Acquisitions and disposals of owned assets

During the six months ended 30 June 2023, the Group acquired items of property, plant and machinery with a cost of RMB7,414,000 (six months ended 30 June 2022: RMB37,459,000). Items of plant and machinery with a net book value of RMB333,000 were disposed of during the six months ended 30 June 2023 (six months ended 30 June 2022: RMB1,561,000), resulting in a loss on disposal of RMB195,000 (six months ended 30 June 2022: RMB1,028,000).

(c) Intangible assets

Intangible assets represent trademark with a carrying amount of RMB250,744,000 (31 December 2022: RMB250,744,000) and patents with a carrying amount of RMB46,280,000 (31 December 2022: RMB61,160,000).

Four patents with an aggregate net book value of RMB1,979,000 were pledged as securities for bank loans of the Group as at 30 June 2023.

No impairment loss was recognized during the six months ended 30 June 2023 (six months ended 30 June 2022: nil).

9 投資物業及物業、廠房及設備、使用權資產以及無形資產

(a) 使用權資產

截至2023年6月30日止六個月，概無增加使用權資產（截至2022年6月30日止六個月：無）。

(b) 購買及處置自有資產

截至2023年6月30日止六個月，本集團以成本人民幣7,414,000元（截至2022年6月30日止六個月：人民幣37,459,000元）購得物業、廠房及機器項目。於截至2023年6月30日止六個月，處置了賬面淨值為人民幣333,000元（截至2022年6月30日止六個月：人民幣1,561,000元）之廠房及機器項目，導致處置虧損人民幣195,000元（截至2022年6月30日止六個月：人民幣1,028,000元）。

(c) 無形資產

無形資產為賬面值人民幣250,744,000元的商標（2022年12月31日：人民幣250,744,000元）及賬面值人民幣46,280,000元的專利（2022年12月31日：人民幣61,160,000元）。

於2023年6月30日，總賬面淨值為人民幣1,979,000元的四項專利被抵押作為本集團銀行貸款的擔保。

截至2023年6月30日止六個月，概無確認減值虧損（截至2022年6月30日止六個月：無）。

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9 INVESTMENT PROPERTIES AND PROPERTY, PLANT AND EQUIPMENT, RIGHT-OF-USE ASSETS AND INTANGIBLE ASSETS (Continued)

(d) Valuation of investment properties

Investment properties of the Group are situated in the PRC, and their addresses are: part of the land and buildings on No. 1, Chengzhan Road, Yulin City, Guangxi Province, currently being leased to a third party for catering operations; and land and buildings on No. 162, Miaoyuan Lane, Yuzhou District, Yulin City, Guangxi Province, currently being leased to a third party for storage purposes.

Investment properties of the Group were stated in the consolidated statement of financial position at cost less accumulated depreciation and impairment losses. The carrying amounts of the investment properties were not materially different from their fair value as at 30 June 2023 and 31 December 2022.

10 INVENTORIES

Raw materials	原材料
Work in progress	在製品
Finished goods	製成品

9 投資物業及物業、廠房及設備、使用權資產以及無形資產(續)

(d) 投資物業的估值

本集團的投資物業位於中國，其地址分別為：廣西省玉林市城站路1號的部分土地及建築物，目前出租予第三方經營餐飲業務；及廣西省玉林市玉州區苗園里162號的土地及建築物，目前出租予第三方作為倉儲用途。

本集團的投資物業於綜合財務狀況表按成本減累計折舊及減值虧損列賬。於2023年6月30日及2022年12月31日投資物業的賬面值與其公允值並無重大差異。

10 存貨

		At 30 June 2023 於2023年 6月30日 RMB'000 人民幣千元	At 31 December 2022 於2022年 12月31日 RMB'000 人民幣千元
Raw materials	原材料	202,992	192,200
Work in progress	在製品	45,201	37,794
Finished goods	製成品	95,270	46,086
		343,463	276,080

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11 TRADE AND OTHER RECEIVABLES

As of the end of the reporting period, the aging analysis of trade debtors and bills receivable (which are included in trade and other receivables), based on the invoice date or bills issuance date and net of allowance for doubtful debts, is as follows:

11 貿易及其他應收款項

截至報告期末，貿易應收賬款及應收票據（已計入貿易及其他應收款項）以發票日期或票據發行日期為基準並扣除呆賬撥備的賬齡分析如下：

		At 30 June 2023 於2023年 6月30日 RMB'000 人民幣千元	At 31 December 2022 於2022年 12月31日 RMB'000 人民幣千元
Within 3 months	3個月內	114,261	187,762
3 to 12 months	3至12個月	37,634	39,605
Over 12 months	12個月以上	39,470	32,195
Trade debtors and bills receivable, net of loss allowance (i) & (ii)	貿易應收賬款及應收票據， 扣除虧損撥備(i)及(ii)	191,365	259,562
Other receivables	其他應收款項	49,448	36,101
		240,813	295,663

(i) Trade debtors are generally due within 30 to 90 days from the date of billing.

(ii) All the bills receivable are due within one year.

(i) 貿易應收賬款通常自發出賬單日期起30日至90日內到期。

(ii) 所有應收票據均於一年內到期。

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12 CASH AND CASH EQUIVALENTS

As of the end of the reporting period, cash and cash equivalents situated in Chinese Mainland amounted to RMB2,383,575,000 (31 December 2022: RMB2,071,203,000). Remittance of funds out of Chinese Mainland is subject to relevant rules and regulations of foreign exchange control.

13 TRADE AND OTHER PAYABLES

As of the end of the reporting period, the aging analysis of trade creditors (which are included in trade and other payables), based on the invoice date, is as follows:

12 現金及現金等值項目

截至報告期末，位於中國大陸的現金及現金等值項目為人民幣2,383,575,000元（2022年12月31日：人民幣2,071,203,000元）。將資金匯出中國大陸須遵守外匯管制的相關規則及法規。

13 貿易及其他應付款項

截至報告期末，貿易應付賬款（已計入貿易及其他應付款項）以發票日期為基準的賬齡分析如下：

		At 30 June 2023 於2023年 6月30日 RMB'000 人民幣千元	At 31 December 2022 於2022年 12月31日 RMB'000 人民幣千元
Within 1 month	一個月內	66,658	43,405
1 to 12 months	一至十二個月	13,982	14,882
Over 12 months	十二個月以上	796	1,604
Total trade payable	貿易應付款項總額	81,436	59,891
Contract liabilities	合約負債	14,164	37,714
Refund liabilities	退還負債	64,276	79,403
Accrued expenses	應計開支	388,869	380,176
Employee benefits payables	應付僱員福利	136,964	185,956
Payable for purchase of property, plant and equipment	購買物業、廠房及設備 的應付款項	12,847	17,648
Other payables	其他應付款項	40,676	68,647
Project development deposits	項目開發按金	31,674	31,674
		770,906	861,109

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14 LOANS AND BORROWINGS

(a) The analysis of the repayment schedule of bank loans is as follows:

		At 30 June 2023 於2023年 6月30日 RMB'000 人民幣千元	At 31 December 2022 於2022年 12月31日 RMB'000 人民幣千元
Within 1 year or on demand	一年內或按要求	528,012	450,521

(b) Assets pledged as security and covenants for bank loans

The bank loans and overdrafts were secured as follows:

		At 30 June 2023 於2023年 6月30日 RMB'000 人民幣千元	At 31 December 2022 於2022年 12月31日 RMB'000 人民幣千元
Bank loans	銀行貸款		
– secured	– 有抵押	30,000	–
– unsecured	– 無抵押	498,012	450,521
		528,012	450,521

14 貸款及借款

(a) 銀行貸款的還款時間表分析如下：

		At 30 June 2023 於2023年 6月30日 RMB'000 人民幣千元	At 31 December 2022 於2022年 12月31日 RMB'000 人民幣千元
Within 1 year or on demand	一年內或按要求	528,012	450,521

(b) 已質押作為銀行貸款擔保及契諾的資產

銀行貸款及透支的抵押情況如下：

		At 30 June 2023 於2023年 6月30日 RMB'000 人民幣千元	At 31 December 2022 於2022年 12月31日 RMB'000 人民幣千元
Bank loans	銀行貸款		
– secured	– 有抵押	30,000	–
– unsecured	– 無抵押	498,012	450,521
		528,012	450,521

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14 LOANS AND BORROWINGS (Continued)

(b) Assets pledged as security and covenants for bank loans (Continued)

At 30 June 2023, the bank loan of RMB30,000,000 was secured by four patents with a carrying value of RMB1,979,000 as at 30 June 2023.

At 30 June 2023, total banking facilities of the Group amounted to RMB1,463,060,000 (31 December 2022: RMB1,459,975,000), which were utilised to the extent of RMB528,012,000 (31 December 2022: RMB450,521,000).

As at 30 June 2023, certain banking facilities of the Group amounted to RMB514,900,000 (31 December 2022: RMB591,315,000) are subject to the fulfilment of covenants relating to certain of the Group's or the subsidiaries' financial ratios, as are commonly found in lending arrangements with financial institutions. If the Group had breached the covenants the drawn down loans would have become payable on demand. The Group regularly monitors its compliance with these covenants. As at 30 June 2023, none of the covenants relating to drawn down loans had been breached (31 December 2022: nil).

14 貸款及借款 (續)

(b) 已質押作為銀行貸款擔保及契諾的資產 (續)

於2023年6月30日，銀行貸款人民幣30,000,000元乃以2023年6月30日賬面值為人民幣1,979,000元的四項專利作抵押。

於2023年6月30日，本集團銀行融資總額為人民幣1,463,060,000元（2022年12月31日：人民幣1,459,975,000元），當中已動用人民幣528,012,000元（2022年12月31日：人民幣450,521,000元）。

於2023年6月30日，本集團金額為人民幣514,900,000元（2022年12月31日：人民幣591,315,000元）的部分銀行融資受制於對本集團或其附屬公司某些財務比率的約定（該等約定常見於金融機構的貸款安排中）。假若本集團違反了該等約定，已提取的貸款便會變成須按要求償還。本集團定期監察遵守該等約定的情況。於2023年6月30日，本集團並無違反任何與已提取貸款相關的約定（2022年12月31日：無）。



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15 EQUITY SETTLED SHARE-BASED TRANSACTIONS

During the six months ended 30 June 2023, a total of 3,237,000 share options were exercised, with exercise prices ranging from HKD3.28 to HKD4.476 at a total consideration of HKD12,744,000. As at 30 June 2023, the total number of share options outstanding and exercisable was 70,487,000 (31 December 2022: 73,788,000).

During the six months ended 30 June 2022, a total of 866,000 share options were exercised, with exercise prices of HKD3.28 or HKD4.01 at a total consideration of HKD3,171,000.

15 以股權結算並以股份為基礎的交易

截至2023年6月30日止六個月，合共3,237,000份購股權獲行使，行使價介乎3.28港元至4.476港元，總代價為12,744,000港元。於2023年6月30日，尚未行使及可行使購股權總數為70,487,000份（2022年12月31日：73,788,000份）。

截至2022年6月30日止六個月，合共866,000份購股權獲行使，行使價為3.28港元或4.01港元，總代價為3,171,000港元。

16 CAPITAL, RESERVE AND DIVIDENDS

(a) Dividends

(i) *Dividends payable to equity shareholders attributable to the interim period*

16 資本、儲備及股息

(a) 股息

(i) 中期期間應付權益股東股息

		For the six months ended 30 June	
		截至6月30日止六個月	
		2023	2022
		2023年	2022年
		RMB'000	RMB'000
		人民幣千元	人民幣千元
Interim dividend declared and paid of HKD0.15 per ordinary share (six months ended 30 June 2022: Nil)	宣派及支付的中期股息每股普通股0.15港元（截至2022年6月30日止六個月：無）	109,068	-

The interim dividend has not been recognised as a liability at the end of the reporting period.

中期股息於報告期末尚未確認為負債。

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16 CAPITAL, RESERVE AND DIVIDENDS

(Continued)

(a) Dividends (Continued)

(ii) **Dividends payable to equity shareholders attributable to the previous financial year, approved and paid during the interim period**

16 資本、儲備及股息(續)

(a) 股息(續)

(ii) **上一財政年度應付權益股東的股息，已於中期期間批准及支付**

		For the six months ended 30 June 截至6月30日止六個月	
		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Final dividends in respect of the previous financial year, approved and paid during the interim period ended 30 June 2023 of HKD0.3 per share (six months ended 30 June 2022: HKD0.2 per share)	上一財政年度末期股息，已於截至2023年6月30日止中期期間獲批准及支付每股0.3港元(截至2022年6月30日止六個月：每股0.2港元)	208,065	128,691
Less: Dividends for Buy-back Shares	減：就購回股份支付的股息	-	(1,199)
		208,065	127,492

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16 CAPITAL, RESERVE AND DIVIDENDS

(Continued)

(b) Share capital

(i) Issued share capital

		Six months ended 30 June 2023 截至2023年6月30日止六個月		
		Number of shares 股份數目 '000 千股	Nominal value of fully paid shares 繳足股份面值 HKD'000 千港元	Nominal value of fully paid shares 繳足股份面值 RMB'000 人民幣千元
As at 1 January 2023	於2023年1月1日	806,973	80,697	63,450
Shares issued under the Share Option Schemes (note 16(b)(ii))	根據購股權計劃發行的 股份(附註16(b)(ii))	3,237	324	288
As at 30 June 2023	於2023年6月30日	810,210	81,021	63,738

The ordinary shares of the Company have a par value of HKD0.10 per share.

本公司普通股面值為每股0.10港元。

(ii) Shares issued due to exercise of Share Option Scheme

During the six months period ended 30 June 2023, share options were exercised to subscribe for a total of 3,237,000 (six months ended 30 June 2022: 866,000) ordinary shares in the Company at a consideration of HKD12,744,000 (equivalent to approximately RMB11,335,000), of which RMB288,000 and RMB11,047,000 were credited to share capital and the share premium account respectively. RMB3,296,000 was transferred from the capital reserve to the share premium account in accordance with the Company's accounting policy.

(ii) 因購股權計劃行使而發行的股份

截至2023年6月30日止六個月期間，購股權獲行使以認購合共3,237,000股(截至2022年6月30日止六個月：866,000股)本公司普通股，代價為12,744,000港元(相當於約人民幣11,335,000元)，其中人民幣288,000元及人民幣11,047,000元分別計入股本及股份溢價賬。根據本公司會計政策，人民幣3,296,000元已由資本儲備轉移至股份溢價賬。

Notes to the Unaudited Interim Financial Report

未經審核中期財務報告附註

(Expressed in Renminbi unless otherwise indicated)
(以人民幣列示，除非另有註明)

17 FAIR VALUE MEASUREMENT OF FINANCIAL INSTRUMENTS

(a) Financial asset measured at fair value

(i) Fair value hierarchy

The following table presents the fair value of the Group's financial instruments measured at the end of the reporting period on a recurring basis, categorised into the three-level fair value hierarchy as defined in HKFRS 13, Fair value measurement. The level into which a fair value measurement is classified is determined with reference to the observability and significance of the inputs used in the valuation technique as follows:

- Level 1 valuations: Fair value measured using only Level 1 inputs i.e. unadjusted quoted prices in active markets for identical assets or liabilities at the measurement date
- 第一級估值：僅使用第一級輸入數據（即於計量日期相同資產或負債於活躍市場的未經調整報價）計量的公允值
- Level 2 valuations: Fair value measured using Level 2 inputs i.e. observable inputs which fail to meet Level 1, and not using significant unobservable inputs. Unobservable inputs are inputs for which market data are not available
- 第二級估值：使用第二級輸入數據（即未能達到第一級的可觀察輸入數據）且並非使用重大不可觀察輸入數據計量的公允值。不可觀察輸入數據為無法取得市場數據的輸入數據
- Level 3 valuations: Fair value measured using significant unobservable inputs
- 第三級估值：使用重大不可觀察輸入數據計量的公允值

17 金融工具的公允值計量

(a) 按公允值計量的金融資產

(i) 公允值層級

下表呈列本集團於報告期末按經常性基準計量的金融工具公允值，有關公允值於香港財務報告準則第13號「公允值計量」所界定的公允值三級架構中進行分類。公允值計量所歸類的層級乃經參考以下估值方法所用的輸入數據的可觀察性及重要性而釐定：



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17 FAIR VALUE MEASUREMENT OF FINANCIAL INSTRUMENTS (Continued)

(a) Financial asset measured at fair value (Continued)

(i) Fair value hierarchy (Continued)

The Group has a team headed by the finance manager performing valuations for the financial instruments, including the unlisted investment fund. The team reports directly to the chief financial officer.

17 金融工具的公允值計量(續)

(a) 按公允值計量的金融資產(續)

(i) 公允值層級(續)

本集團設有以財務經理為首的團隊，為包括非上市投資基金在內的金融工具進行估值。該團隊直接向財務總監匯報。

		Fair value at 30 June 2023			
		Fair value measurements as at 30 June 2023 categorised into			
		於2023年6月30日的公允值	於2023年6月30日公允值計量分為		
			Level 1	Level 2	Level 3
			第一級	第二級	第三級
		RMB'000	RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元	人民幣千元
Recurring fair value measurement	經常性公允值計量				
Financial asset:	金融資產：				
Unlisted investment fund	非上市投資基金	15,500	-	15,500	-
		Fair value at 31 December 2022	Fair value measurements as at 31 December 2022 categorised into		
		於2022年12月31日的公允值	於2022年12月31日公允值計量分為		
			Level 1	Level 2	Level 3
			第一級	第二級	第三級
		RMB'000	RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元	人民幣千元
Recurring fair value measurement	經常性公允值計量				
Financial asset:	金融資產：				
Unlisted investment fund	非上市投資基金	6,500	-	6,500	-

Notes to the Unaudited Interim Financial Report

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(Expressed in Renminbi unless otherwise indicated)
(以人民幣列示，除非另有註明)

17 FAIR VALUE MEASUREMENT OF FINANCIAL INSTRUMENTS (Continued)

(a) Financial asset measured at fair value (Continued)

(i) Fair value hierarchy (Continued)

During the six months ended 30 June 2023, there were no transfers between Level 1 and Level 2, or transfers into or out of Level 3 (2022: Nil). The Group's policy is to recognise transfers between levels of fair value hierarchy as at the end of the reporting period in which they occur.

(ii) Valuation techniques and inputs used in Level 2 fair value measurements

The fair value of unlisted investment fund included in Level 2 is determined based on recent market transaction.

17 金融工具的公允值計量(續)

(a) 按公允值計量的金融資產(續)

(i) 公允值層級(續)

截至2023年6月30日止六個月，第一級與第二級之間並無轉撥，亦無向第三級轉入或轉出(2022年：無)。本集團的政策是於公允值層級之間出現轉撥的報告期末確認有關轉撥。

(ii) 第二級公允值計量所用的估值方法及輸入數據

計入第二級的非上市投資基金的公允值乃按近期市場交易釐定。

18 COMMITMENTS

Commitments outstanding at 30 June 2023 not provided for in the interim financial report:

18 承擔

於2023年6月30日並未在中期財務報告撥備的未履行資本承擔：

		At 30 June 2023 於2023年 6月30日 RMB'000 人民幣千元	At 31 December 2022 於2022年 12月31日 RMB'000 人民幣千元
Contracted for acquisition of property, machinery and equipment	就收購物業、機器及設備已訂約	143,422	130,299
Authorised but not contracted for acquisition of property, machinery and equipment	就收購物業、機器及設備已批准但未訂約	305,530	320,459
Total	總值	448,952	450,758

Notes to the Unaudited Interim Financial Report

未經審核中期財務報告附註

(Expressed in Renminbi unless otherwise indicated)
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19 MATERIAL RELATED PARTY TRANSACTIONS

19 重大關聯方交易

Key management personnel remuneration

主要管理人員酬金

		Six months ended 30 June 截至6月30日止六個月	
		2023 2023年 RMB'000 人民幣千元	2022 2022年 RMB'000 人民幣千元
Salaries and other benefits	薪金及其他福利	21,611	20,537
Contribution to defined contribution retirement schemes	界定供款退休計劃供款	81	77
Equity settled share-based payment expenses	以股權結算並以股份為基礎的支出	–	766
		21,692	21,380

Total remuneration is included in “staff costs” (see note 6(b)).

總酬金計入「員工成本」內(見附註6(b))。

Review Report

審閱報告



**Review report to the board of directors of
Consun Pharmaceutical Group Limited**
(Incorporated in the Cayman Islands with limited liability)

INTRODUCTION

We have reviewed the interim financial report set out on pages 20 to 55 which comprises the consolidated statement of financial position of Consun Pharmaceutical Group Limited (the “**Company**”) as of 30 June 2023 and the related consolidated statement of profit or loss, statement of profit or loss and other comprehensive income and statement of changes in equity and condensed consolidated cash flow statement for the six-month period then ended and explanatory notes. The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited require the preparation of an interim financial report to be in compliance with the relevant provisions thereof and Hong Kong Accounting Standard 34, *Interim financial reporting*, issued by the Hong Kong Institute of Certified Public Accountants. The directors are responsible for the preparation and presentation of the interim financial report in accordance with Hong Kong Accounting Standard 34.

Our responsibility is to form a conclusion, based on our review, on the interim financial report and to report our conclusion solely to you, as a body, in accordance with our agreed terms of engagement, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

致康臣藥業集團有限公司
董事局的審閱報告
(於開曼群島註冊成立的有限責任公司)

引言

我們已審閱第20至55頁所載的中期財務報告，當中包括康臣藥業集團有限公司（「**貴公司**」）截至2023年6月30日的綜合財務狀況表、截至該日止六個月期間的有關綜合損益表、綜合損益及其他全面收益表、綜合權益變動表及簡明綜合現金流量表及附註解釋。香港聯合交易所有限公司證券上市規則要求必須按照上市規則中的相關規定及香港會計師公會頒佈的香港會計準則第34號**中期財務報告**的規定編製中期財務報告。董事負責按照香港會計準則第34號編製及呈列本中期財務報告。

我們的責任是根據審閱結果對中期財務報告作出結論，並按照雙方協定的委聘條款，僅向閣下（作為整體）提呈。除此以外，本報告概不作其他用途。我們概不就本報告的內容對任何其他人士負責或承擔法律責任。



SCOPE OF REVIEW

We conducted our review in accordance with Hong Kong Standard on Review Engagements 2410, *Review of interim financial information performed by the independent auditor of the entity*, issued by the Hong Kong Institute of Certified Public Accountants. A review of the interim financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Hong Kong Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

CONCLUSION

Based on our review, nothing has come to our attention that causes us to believe that the interim financial report as at 30 June 2023 is not prepared, in all material respects, in accordance with Hong Kong Accounting Standard 34, *Interim financial reporting*.

KPMG

Certified Public Accountants
8th Floor, Prince's Building
10 Chater Road
Central, Hong Kong

24 August 2023

審閱範圍

我們已根據香港會計師公會頒佈的香港審閱委聘準則第2410號由實體之獨立核數師執行之中期財務資料審閱進行審閱工作。中期財務報告審閱工作包括主要向負責財務及會計事宜的人員作出詢問，並進行分析和其他審閱程序。由於審閱工作的範圍遠小於根據香港核數準則進行的審核，故我們不能保證已知悉在審核中可能發現的一切重大事項。因此，我們不會發表審核意見。

結論

根據我們的審閱結果，我們並無發現任何事項，令我們相信於2023年6月30日的中期財務報告在所有重大方面未有按照香港會計準則第34號中期財務報告的規定編製。

畢馬威會計師事務所

執業會計師
香港中環
遮打道10號
太子大廈八樓

2023年8月24日

Other Information

其他資料

DIRECTORS' INTERESTS IN TRANSACTIONS, ARRANGEMENTS AND CONTRACTS OF SIGNIFICANCE

Save as otherwise disclosed, there was no transaction, arrangement or contract of significance to which the Company or any of its subsidiaries was a party and in which a Director or an entity connected with a Director had a material interest subsisted at the end of the period under review or at any time during the period under review.

SHARE OPTION SCHEME

The Company's shareholders approved the Share Option Scheme for the purpose of providing the Company with a flexible means of giving incentive to, rewarding, remunerating, compensating and/or providing benefits to eligible participants and for such other purposes as the Board approves from time to time. Subject to the terms of the Share Option Scheme, the Board may, at their absolute discretion, grant or invite any person belonging to any of the following classes to take up options to subscribe for shares of the Company (the "Share(s)"): (a) any employee, supplier/service provider, customer, partner or joint-venture partner of the Group (including any director, whether executive and whether independent or not, of the Group) who is in full-time or part-time employment with the Company or any subsidiaries, (b) any person who have contributed or may contribute to the Group.

董事於重大交易、安排及合約的權益

除另有披露者之外，董事或董事的關連實體概無任何於與本公司或其任何附屬公司所訂立且於回顧期末或回顧期內任何時間存續的重大交易、安排或合約中擁有重大權益。

購股權計劃

本公司股東批准購股權計劃，旨在令本公司可以更靈活的方式給予合資格參與人士獎勵、回報、酬金、補償及／或提供福利，及就董事局不時批准之有關其他目的。在購股權計劃的條款規限下，董事局可全權酌情授出或邀請任何屬以下任何組別的人士接納購股權以認購本公司股份（「股份」）：(a)本公司或任何附屬公司旗下僱用的任何全職或兼職的本集團僱員、供應商／服務供應商、客戶、合作夥伴或合資企業合作夥伴，包括本集團不論是否屬執行及獨立與否的任何董事；(b)任何對本集團已經或可能作出貢獻之人士。

The total number of Shares which may be issued upon exercise of all options to be granted under the Share Option Scheme and any other share option schemes of the Company must not exceed 10% of the total number of Shares in issue on the date of listing of the Company unless the Company seeks the approval of the shareholders in general meeting for refreshing the 10% limit under the Share Option Scheme provided that options lapsed in accordance with the terms of the Share Option Scheme or any other share option schemes of the Company will not be regarded as utilised for the purpose of calculating 10% limit. The shareholders of the Company approved the refreshment of the 10% limit under the Share Option Scheme on general meetings held on 27 May 2016 and 31 May 2019 respectively. The number of options available for grant under the Share Option Scheme on 31 December 2022 and 30 June 2023 was 75,781,878 and 75,781,878 respectively.

The principal terms of the Share Option Scheme are summarised as follows:

The exercise price for each option granted shall be determined by the Board in its absolute discretion but in any event shall be at least the higher of:

- (1) the closing price of the Shares as stated in the daily quotations sheets issued by the Stock Exchange on the date of offer for the grant of option (the “**Date of Grant**”) which must be a trading day;
- (2) the average closing price of the Shares as stated in the daily quotations sheets issued by the Stock Exchange for the five trading days immediately preceding the Date of Grant; and
- (3) the nominal value of the Shares.

根據購股權計劃及本公司任何其他購股權計劃將予授出的所有購股權獲行使時可能發行的股份總數，不得超過本公司上市日期已發行股份總數10%，除非本公司在股東大會上尋求股東批准更新購股權計劃的10%限額，惟在計算10%限額時，根據購股權計劃或本公司任何其他購股權計劃條款已失效的購股權不計作已使用。本公司股東分別於2016年5月27日及2019年5月31日召開之股東大會上批准更新購股權計劃的10%限額。於2022年12月31日及2023年6月30日可根據購股權計劃授出的購股權數目分別為75,781,878份及75,781,878份。

購股權計劃的主要條款概述如下：

所授出每份購股權的行使價將由董事局全權酌情釐定，但無論如何須至少為下列各項之較高者：

- (1) 股份於必須為交易日的提呈授出購股權當日（「授出日期」）在聯交所刊發日報表所載收市價；
- (2) 股份於緊接授出日期前5個交易日在聯交所刊發的日報表所載平均收市價；及
- (3) 股份的面值。

Other Information 其他資料

Upon acceptance of the options, the grantee shall pay HKD1.00 to the Company as consideration for the grant. The acceptance of an offer of the grant of the option must be made within the date as specified in the offer letter issued by the Company. The exercise period of any option granted under the Share Option Scheme shall not be longer than 10 years commencing on the date of grant and expiring on the last day of such 10-year period subject to the provisions for early termination as contained in the Share Option Scheme. The maximum number of shares issued and to be issued upon exercise of the options granted and to be granted to each grantee under the Share Option Scheme (including exercised, cancelled and outstanding options) in any 12-month period shall not exceed 1% of the total number of shares in issue. Any further grant of options in excess of this 1% limit shall be subject to issuance of a circular by the Company and approved by its shareholders in accordance with the Listing Rules.

A grantee may be required to achieve certain performance targets as the Board may specify in the grant before any share option granted under the Share Option Scheme can be exercised. Other than the performance targets, there is no minimum period for which share option must be held before it can be exercised pursuant to the terms of the Share Option Scheme.

Subject to earlier termination by the shareholders in general meeting or by the Board, the Share Option Scheme shall be valid and effective for a period of 10 years from the date of adoption and expire on 1 December 2023. As at 30 June 2023, the remaining life of the Share Option Scheme was approximately 0.42 year.

接納購股權後，承授人須向本公司支付1.00港元作為獲授出購股權的代價。提呈授出的購股權必須於本公司發出的提呈函件中所指定日期前獲接納。根據購股權計劃授出的任何購股權的行使期自授出日期起計不得超過10年，並於該10年期最後一天屆滿，且須受購股權計劃載列的提早終止條文所限。於任何12個月期間根據購股權計劃向每名承授人已經及將授出的購股權（包括已行使、註銷及尚未行使的購股權）獲行使而已經及將發行的股份最高數目，不得超過已發行股份總數1%。倘進一步授出的購股權超過該1%限額，則須待本公司刊發通函及根據上市規則取得其股東批准後方可作實。

承授人可能須達致董事局在授出時可能列明的特定表現目標，始能行使任何根據購股權計劃授出的購股權。除表現目標外，並無根據購股權計劃條款而必須於行使前持有購股權的最短期限。

除非經股東於股東大會或董事局提前終止，否則購股權計劃自採納日期起10年內有效並將於2023年12月1日到期。於2023年6月30日，購股權計劃的剩餘年期約為0.42年。

Details of share options outstanding during the period are as follows: 期內尚未行使的購股權詳情如下：

		Outstanding as at 1 January 2023 於2023年 1月1日尚未行使	Granted during the period 期內授出	Exercised during the period 期內行使	Lapsed during the period 期內失效	Outstanding as at 30 June 2023 於2023年 6月30日尚未行使
	Tranche number 批號	'000 千股	'000 千股	'000 千股	'000 千股	'000 千股
Directors and/or substantial shareholders	董事及／或主要股東					
Mr. An Yubao ⁽¹⁾	安郁寶先生 ⁽¹⁾					
	2014 T3 ⁽³⁾					
	2014年第3批 ⁽³⁾	3,000	-	-	-	3,000
	2014 T4 ⁽³⁾					
	2014年第4批 ⁽³⁾	3,000	-	-	-	3,000
	2016 T7 ⁽³⁾					
	2016年第7批 ⁽³⁾	1,200	-	-	-	1,200
	2016 T8 ⁽³⁾					
	2016年第8批 ⁽³⁾	1,200	-	-	-	1,200
	2016 T9 ⁽³⁾					
	2016年第9批 ⁽³⁾	1,600	-	-	-	1,600
	2019 T5 ⁽³⁾					
	2019年第5批 ⁽³⁾	875	-	-	-	875
	2019 T6 ⁽³⁾					
	2019年第6批 ⁽³⁾	3,500	-	-	-	3,500
	2020 T2 ⁽³⁾					
	2020年第2批 ⁽³⁾	844	-	-	-	844
Sub-total	小計	15,219	-	-	-	15,219

Other Information 其他資料

		Outstanding as at 1 January 2023 於2023年 1月1日尚未行使	Granted during the period 期內授出	Exercised during the period 期內行使	Lapsed during the period 期內失效	Outstanding as at 30 June 2023 於2023年 6月30日尚未行使	
Tranche number 批號		'000 千股	'000 千股	'000 千股	'000 千股	'000 千股	
Ms. Li Qian ⁽¹⁾⁽²⁾	黎倩女士 ⁽¹⁾⁽²⁾	2014 T3 ⁽³⁾					
		2014年第3批 ⁽³⁾	3,000	-	-	-	3,000
		2014 T4 ⁽³⁾					
		2014年第4批 ⁽³⁾	3,000	-	-	-	3,000
		2016 T7 ⁽³⁾					
		2016年第7批 ⁽³⁾	1,200	-	-	-	1,200
		2016 T8 ⁽³⁾					
		2016年第8批 ⁽³⁾	1,200	-	-	-	1,200
		2016 T9 ⁽³⁾					
		2016年第9批 ⁽³⁾	1,600	-	-	-	1,600
		2019 T5 ⁽³⁾					
		2019年第5批 ⁽³⁾	875	-	-	-	875
	2019 T6 ⁽³⁾						
	2019年第6批 ⁽³⁾	3,500	-	-	-	3,500	
	2020 T2 ⁽³⁾						
	2020年第2批 ⁽³⁾	844	-	-	-	844	
Sub-total	小計	15,219	-	-	-	15,219	

Other Information 其他資料

		Outstanding as at 1 January 2023 於2023年 1月1日尚未行使	Granted during the period 期內授出	Exercised during the period 期內行使	Lapsed during the period 期內失效	Outstanding as at 30 June 2023 於2023年 6月30日尚未行使
Tranche number 批號		'000 千股	'000 千股	'000 千股	'000 千股	'000 千股
Professor Zhu Quan ⁽²⁾	朱荃教授 ⁽²⁾					
	2014 T1 ⁽³⁾					
	2014年第1批 ⁽³⁾	720	-	-	-	720
	2014 T2 ⁽³⁾					
	2014年第2批 ⁽³⁾	480	-	-	-	480
	2016 T4 ⁽³⁾					
	2016年第4批 ⁽³⁾	600	-	-	-	600
	2016 T5 ⁽³⁾					
	2016年第5批 ⁽³⁾	358	-	-	-	358
	2016 T6 ⁽³⁾					
	2016年第6批 ⁽³⁾	330	-	-	-	330
	2019 T2 ⁽³⁾					
	2019年第2批 ⁽³⁾	192	-	-	-	192
	2019 T3 ⁽³⁾					
	2019年第3批 ⁽³⁾	256	-	-	-	256
Sub-total	小計	2,936	-	-	-	2,936

Other Information 其他資料

		Outstanding as at 1 January 2023 於2023年 1月1日尚未行使	Granted during the period 期內授出	Exercised during the period 期內行使	Lapsed during the period 期內失效	Outstanding as at 30 June 2023 於2023年 6月30日尚未行使
	Tranche number 批號	'000 千股	'000 千股	'000 千股	'000 千股	'000 千股
Employees	僱員					
In aggregate	總計					
	2014 T1 ⁽³⁾					
	2014年第1批 ⁽³⁾	2,554	-	-	-	2,554
	2014 T2 ⁽³⁾					
	2014年第2批 ⁽³⁾	2,470	-	-	-	2,470
	2016 T1 ⁽³⁾					
	2016年第1批 ⁽³⁾	4,352	-	(621)	-	3,731
	2016 T2 ⁽³⁾					
	2016年第2批 ⁽³⁾	4,335	-	(621)	-	3,714
	2016 T3 ⁽³⁾					
	2016年第3批 ⁽³⁾	5,808	-	(826)	-	4,982
	2019 T2 ⁽³⁾					
	2019年第2批 ⁽³⁾	5,685	-	(214)	(27)	5,444
	2019 T3 ⁽³⁾					
	2019年第3批 ⁽³⁾	7,179	-	(286)	(37)	6,856
	2020 T1 ⁽³⁾					
	2020年第1批 ⁽³⁾	8,031	-	(669)	-	7,362
Sub-total	小計	40,414	-	(3,237)	(64)	37,113
Total	總計	73,788	-	(3,237)	(64)	70,487

Notes:

1. A substantial shareholder of the Company.
2. A Director of the Company.
3. Share options granted before 1 January 2023:

附註：

1. 本公司主要股東。
2. 本公司董事。
3. 於2023年1月1日前授出的購股權：

Tranche number 批號	Date of Grant as per Board's approval 按董事局批准的授出日期	Vesting period 歸屬期		Exercise period 行使期		Exercise price 行使價 HKD 港元
		from 由 DD/MM/YYYY 日/月/年	to 至 DD/MM/YYYY 日/月/年	from 由 DD/MM/YYYY 日/月/年	to 至 DD/MM/YYYY 日/月/年	
2014 T1 2014年第1批	24/03/2014	24/03/2014	23/03/2015	24/03/2015	23/03/2024	6.64
2014 T2 2014年第2批	24/03/2014	24/03/2014	23/03/2016	24/03/2016	23/03/2024	6.64
2014 T3 2014年第3批	24/03/2014	28/05/2014*	23/03/2015	24/03/2015	23/03/2024	6.64
2014 T4 2014年第4批	24/03/2014	28/05/2014*	23/03/2016	24/03/2016	23/03/2024	6.64
2016 T1 2016年第1批	01/04/2016	01/04/2016	31/03/2017	01/04/2017	31/03/2026	4.01
2016 T2 2016年第2批	01/04/2016	01/04/2016	31/03/2018	01/04/2018	31/03/2026	4.01
2016 T3 2016年第3批	01/04/2016	01/04/2016	31/03/2019	01/04/2019	31/03/2026	4.01
2016 T4 2016年第4批	01/04/2016	01/04/2016	31/03/2017	01/04/2017	31/03/2026	4.01
2016 T5 2016年第5批	01/04/2016	01/04/2016	31/03/2018	01/04/2018	31/03/2026	4.01
2016 T6 2016年第6批	01/04/2016	01/04/2016	31/03/2019	01/04/2019	31/03/2026	4.01
2016 T7 2016年第7批	01/04/2016	27/05/2016*	31/03/2017	01/04/2017	31/03/2026	4.01

Other Information 其他資料

Tranche number 批號	Date of Grant as per Board's approval 按董事局批准的 授出日期	Vesting period		Exercise period		Exercise price 行使價
		from 由 DD/MM/YYYY 日/月/年	to 至 DD/MM/YYYY 日/月/年	from 由 DD/MM/YYYY 日/月/年	to 至 DD/MM/YYYY 日/月/年	
2016 T8 2016年第8批	01/04/2016	27/05/2016*	31/03/2018	01/04/2018	31/03/2026	4.01
2016 T9 2016年第9批	01/04/2016	27/05/2016*	31/03/2019	01/04/2019	31/03/2026	4.01
2019 T2 2019年第2批	02/01/2019	02/01/2019	31/03/2021	01/04/2021	01/01/2029	4.476
2019 T3 2019年第3批	02/01/2019	02/01/2019	31/03/2022	01/04/2022	01/01/2029	4.476
2019 T5 2019年第5批	02/01/2019	31/05/2019*	31/03/2021	01/04/2021	01/01/2029	4.476
2019 T6 2019年第6批	02/01/2019	31/05/2019*	31/03/2022	01/04/2022	01/01/2029	4.476
2020 T1 2020年第1批	24/03/2020	24/03/2020	31/03/2021	01/04/2021	23/03/2030	3.28
2020 T2 2020年第2批	18/06/2020	18/06/2020	31/03/2021	01/04/2021	17/06/2030	3.44

* the date on which the relevant shareholders' approval was granted

* 獲得相關股東批准的日期

The share options outstanding at 30 June 2023 had a weighted average exercise price of HKD4.74 and a weighted-average remaining contractual life of 3.59 years. No share option has been granted or cancelled under the Share Option Scheme during the six months ended 30 June 2023 and up to the date of this report.

As at the date of this report, a total of 69,658,532 ordinary shares were available for issue under the Share Option Scheme, which represented approximately 8.59% of the total issued shares of the Company as at the date of this report.

Share Award Scheme

The Board of the Company adopted a share award scheme (the “**Share Award Scheme**”) on 21 July 2014 as a means to recognise the contributions by selected employees and provide them with incentives in order to retain them for the continual operation and development of the Group and attract suitable personnel for the further development of the Group.

Pursuant to the Share Award Scheme, the selected employees may be granted during the duration of the Share Award Scheme an award in the form of awarded shares (the “**Awarded Shares**”). Awarded Shares will be purchased by the trustee of the Company (the “**Trustee**”) on the market out of cash contributed by the Company and be held on trust for the selected employees until such shares are vested on them in accordance with the provisions of the Share Award Scheme. The Company does not need to issue new shares in respect of the Share Award Scheme. The Board shall not make any further award of Awarded Shares which will result in the nominal value of the shares awarded by the Board under the Share Award Scheme exceeding 10% of the issued share capital of the Company from time to time. The maximum number of Awarded Shares which may be awarded to a selected employee under the Share Award Scheme shall not exceed 1% of the issued share capital of the Company from time to time.

於2023年6月30日，尚未行使購股權加權平均行使價為4.74港元，加權平均剩餘合約年期約為3.59年。於截至2023年6月30日止六個月及直至本報告日期，概無根據購股權計劃授出或註銷購股權。

於本報告日期，合共69,658,532股普通股將可於購股權計劃項下發行，代表本公司於本報告日期已發行股份總數之約8.59%。

股份獎勵計劃

本公司董事局於2014年7月21日採納了一項股份獎勵計劃（「**股份獎勵計劃**」），以嘉許獲選僱員作出的貢獻並以資獎勵，從而挽留彼等為本集團持續經營及發展效力，並為本集團進一步發展吸引合適人才。

根據該股份獎勵計劃，獲選僱員可於股份獎勵計劃期間獲授獎勵股份（「**獎勵股份**」）形式的獎勵。本公司受託人（「**受託人**」）將於市場以本公司的現金供款購買獎勵股份，並代表獲選僱員以信託形式持有獎勵股份，直至該等股份根據股份獎勵計劃條文歸屬予彼等為止。本公司並不需要就股份獎勵計劃發行新的股份。倘授出獎勵股份將導致董事局根據股份獎勵計劃授出的股份面值超出本公司不時之已發行股本的10%，則董事局不得增授獎勵股份。每一獲選僱員根據股份獎勵計劃可獲授的獎勵股份數目最高不得超出本公司不時之已發行股本的1%。

Other Information

其他資料

The selected employees may be required to achieve certain performance targets as the Board may specify in the grant before any Awarded Share granted under the Share Award Scheme is vested. Other than the performance targets, no consideration is required to be paid for the acceptance of the Awarded Share and there is no minimum period for which Awarded Share must be held before it can be sold or transferred by the selected employees pursuant to the terms of the Share Award Scheme.

As at 31 December 2022, a total of 1,516,513 Awarded Shares had been awarded by the Board and fully vested. During the six months ended 30 June 2023, no Awarded Share was granted by the Board. The number of Awarded Shares that may be granted under the Share Award Scheme on 31 December 2022 and 30 June 2023 was 79,180,757 and 79,504,489 respectively.

As at 30 June 2023, 18,583,000 ordinary shares were held by the Trustee under the Share Award Scheme, among which 18,483,000 shares were held on behalf of the Company while the remaining 100,000 shares were held on behalf of certain employees.

Subject to earlier termination by the Board, the Share Award Scheme shall be valid and effective for a period of 10 years from the date of adoption and expire on 20 July 2024. As at 30 June 2023, the remaining life of the Share Award Scheme was approximately 1.05 years.

Apart from the aforesaid Share Option Scheme and Share Award Scheme, at no time during the six months ended 30 June 2023 was any of the Company or its subsidiaries a party to any arrangement to enable the Directors to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate, and none of the Directors, or their spouses or children under the age of 18, had any right to subscribe for the shares in, or debentures of, the Company, or had exercised any such right.

獲選僱員可能須達致董事局當時在授予時列明的特定表現目標，獎勵股份才會根據股份獎勵計劃歸屬。除表現目標外，並無根據股份獎勵計劃條款獲選僱員需要為接納獎勵股份而須支付的代價，或於出售或轉讓獎勵股份前必須持有獎勵股份的最短期限。

於2022年12月31日，董事局已合共授出1,516,513股獎勵股份，並已經全部歸屬。於截至2023年6月30日止六個月，董事局並無授出任何獎勵股份。於2022年12月31日及2023年6月30日可根據股份獎勵計劃授出的獎勵股份數目分別為79,180,757股及79,504,489股。

於2023年6月30日，受託人根據股份獎勵計劃持有18,583,000股普通股，其中18,483,000股股份為代表本公司持有，而其餘的100,000股股份則代表若干僱員持有。

除非經董事局提前終止，否則股份獎勵計劃應自採納日期起10年內有效及將於2024年7月20到期。於2023年6月30日，股份獎勵計劃的剩餘年期約為1.05年。

除上述購股權計劃及股份獎勵計劃外，於截至2023年6月30日止六個月任何時間，本公司或其附屬公司任何一方概無成為任何安排的訂約方，致使董事可透過收購本公司或任何其他法人團體的股份或債權證而獲利，亦無任何董事、其配偶或未滿18歲的子女擁有認購本公司股份或債權證的任何權利或已行使任何有關權利。

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

As at 30 June 2023, the Directors and chief executives of the Company had the following interests or short positions in the shares, underlying shares and debentures of the Company, its group members and/or associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (the "SFO")), as recorded in the register required to be kept under Section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix 10 to the Listing Rules (the "Model Code"):

**董事及主要行政人員於股份、相關股份及債
權證之權益或淡倉**

於2023年6月30日，董事及本公司主要行政人員於本公司、其集團成員公司及／或相聯法團（定義見證券及期貨條例（「證券及期貨條例」）第XV部）的股份、相關股份及債權證中，擁有已記入根據證券及期貨條例第352條規定存置的登記冊之權益或淡倉，或根據上市規則附錄十所載上市發行人董事進行證券交易的標準守則（「標準守則」）已另行知會本公司及聯交所的權益或淡倉如下：

Name of Director 董事姓名	Nature of Interest and Capacity 權益性質及身份	Number and Class of Securities ⁽¹⁾ 證券數目及類別 ⁽¹⁾	Approximate Percentage of Shareholding 概約股權百分比
An Meng 安猛	Beneficial owner 實益擁有人	14,531,000 Shares (L) 14,531,000股(L)	1.80%(L) 1.80%(L)
An Meng ⁽²⁾ 安猛 ⁽²⁾	Beneficiary of a discretionary trust 酌情信託受益人	197,324,000 Shares (L) 197,324,000股(L)	24.35%(L) 24.35%(L)
	Sub-total 小計	211,855,000 Shares (L) 211,855,000股(L)	26.15%(L) 26.15%(L)
Zhang Lihua ⁽³⁾ 張麗華 ⁽³⁾	Interest of spouse 配偶權益	211,855,000 Shares (L) 211,855,000股(L)	26.15%(L) 26.15%(L)
Li Qian ⁽⁴⁾ 黎倩 ⁽⁴⁾	Beneficial owner 實益擁有人	22,936,899 Shares (L) 22,936,899股(L)	2.83%(L) 2.83%(L)
Li Qian ⁽⁵⁾ 黎倩 ⁽⁵⁾	Interest of controlled corporation 受控制法團權益	128,426,000 Shares (L) 128,426,000股(L)	15.85%(L) 15.85%(L)
	Sub-total 小計	151,362,899 Shares (L) 151,362,899股(L)	18.68%(L) 18.68%(L)
Zhu Quan ⁽⁴⁾ 朱荃 ⁽⁴⁾	Beneficial owner 實益擁有人	2,935,700 Shares (L) 2,935,700股(L)	0.36%(L) 0.36%(L)

Other Information 其他資料

Notes:

- (1) The letter "L" denotes the Directors' long position in the shares of the Company or the relevant associated corporation.
- (2) The entire issued share capital of Central Success Developments Limited ("**Central Success**") is owned by Aali Resources Limited. Aali Resources Limited is held in the name of BOS Trustee Limited as a trustee of a discretionary trust and Mr. An Meng is one of the beneficiaries. Therefore, AN Meng is deemed to be interested in all the Shares held by Central Success under the provisions of SFO.
- (3) Ms. Zhang Lihua is the wife of Mr. An Meng and therefore is deemed to be interested in all the Shares/interests held by Mr. An Meng.
- (4) Including interests in relation to 15,219,000 share options and 2,935,700 share options granted to Ms. Li Qian and Professor Zhu Quan respectively under the Share Option Scheme adopted on 2 December 2013.
- (5) The entire issued share capital of Double Grace International Limited ("**Double Grace**") is owned by Ms. Li Qian, therefore, Ms. Li Qian is deemed to be interested in all the Shares held by Double Grace under the provisions of SFO.

Save as disclosed above, as at 30 June 2023, none of the Directors and chief executives of the Company had any other interests or short positions in any shares, underlying shares or debentures of the Company, any of its group members or its associated corporations (within the meaning of Part XV of the SFO) which were notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they were taken or deemed to have under such provisions of the SFO), or which were required, pursuant to Section 352 of the SFO, to be entered in the register referred to therein, or which were required, pursuant to the Model Code.

附註：

- (1) 英文字母「L」代表董事於本公司或相關相聯法團的股份中的好倉。
- (2) 中成發展有限公司（「中成」）的全部已發行股本由Aali Resources Limited擁有。Aali Resources Limited由BOS Trustee Limited以一項酌情信託之信託人身份持有，而安猛先生為受益人之一。因此，根據證券及期貨條例的條文，安猛先生被視為於中成所持全部股份中擁有權益。
- (3) 張麗華女士為安猛先生之妻子，因此被視為於安猛先生所持全部股份／權益中擁有權益。
- (4) 包括根據於2013年12月2日採納之購股權計劃分別授予黎倩女士的15,219,000份購股權及授予朱荃教授的2,935,700份購股權之相關權益。
- (5) Double Grace International Limited（「**Double Grace**」）的全部已發行股本由黎倩女士擁有，因此，根據證券及期貨條例的條文，黎倩女士被視為於Double Grace所持全部股份中擁有權益。

除上文披露者外，於2023年6月30日，董事及本公司主要行政人員概無於本公司、其任何集團成員公司或其相聯法團（定義見證券及期貨條例第XV部）任何股份、相關股份或債權證中，擁有根據證券及期貨條例第XV部第7及第8分部須知會本公司及聯交所的任何其他權益或淡倉（包括彼等根據證券及期貨條例有關條文被當作或視為擁有的權益或淡倉），或根據證券及期貨條例第352條須記錄在該條文所述登記冊內或根據標準守則規定的任何其他權益或淡倉。



SUBSTANTIAL SHAREHOLDERS' INTERESTS AND/OR SHORT POSITION IN SHARES AND UNDERLYING SHARES OF THE COMPANY

As at 30 June 2023, so far as was known to the Directors, the following persons/entities (other than the Directors or chief executives of the Company) had, or were deemed to have, interests or short positions in the shares or underlying shares of the Company, its group members and/or associated corporations which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which were recorded in the register required to be kept by the Company under Section 336 of the SFO:

主要股東於本公司股份及相關股份中之權益及／或淡倉

於2023年6月30日，就董事所知，以下人士／實體（董事或本公司主要行政人員除外）於本公司、其集團成員公司及／或相聯法團之股份或相關股份中，擁有或被視為擁有根據證券及期貨條例第XV部第2及第3分部條文須向本公司披露的權益或淡倉，或已記入根據證券及期貨條例第336條本公司須存置的登記冊內的權益或淡倉：

Name of Shareholder 股東名稱	Nature of Interest and Capacity 權益性質及身份	Number and Class of Securities ⁽¹⁾ 證券數目及類別 ⁽¹⁾	Approximate Percentage of Shareholding 概約股權百分比
An Yubao ⁽²⁾ 安郁寶 ⁽²⁾	Beneficial owner 實益擁有人	25,632,455 Shares (L) 25,632,455股(L)	3.17%(L) 3.17%(L)
An Yubao ⁽³⁾ 安郁寶 ⁽³⁾	Founder of a discretionary trust 酌情信託成立人	197,324,000 Shares (L) 197,324,000股(L)	24.35%(L) 24.35%(L)
	Sub-total 小計	222,956,455 Shares (L) 222,956,455股(L)	27.52%(L) 27.52%(L)
BOS Trustee Limited ⁽³⁾ BOS Trustee Limited ⁽³⁾	Trustee 信託人	197,324,000 Shares (L) 197,324,000股(L)	24.35%(L) 24.35%(L)
Aali Resources Limited ⁽³⁾ Aali Resources Limited ⁽³⁾	Interest of controlled corporation 受控制法團權益	197,324,000 Shares (L) 197,324,000股(L)	24.35%(L) 24.35%(L)
Central Success ⁽³⁾ 中成 ⁽³⁾	Beneficial owner 實益擁有人	197,324,000 shares (L) 197,324,000股(L)	24.35%(L) 24.35%(L)
Double Grace ⁽⁴⁾ Double Grace ⁽⁴⁾	Beneficial owner 實益擁有人	128,426,000 shares (L) 128,426,000股(L)	15.85%(L) 15.85%(L)
Guidoz Limited ⁽⁵⁾ Guidoz Limited ⁽⁵⁾	Beneficial owner 實益擁有人	110,050,000 shares (L) 110,050,000股(L)	13.58%(L) 13.58%(L)
Young Wai Po, Peter ⁽⁵⁾ 楊惠波 ⁽⁵⁾	Interest of controlled corporation 受控制法團權益	110,050,000 shares (L) 110,050,000股(L)	13.58%(L) 13.58%(L)

Other Information 其他資料

Notes:

- (1) The letter "L" denotes the person's long position in the shares of the Company or the relevant group member. The letter "S" denotes the person's short position in the shares of the Company or the relevant group member.
- (2) Including interests in relation to 15,219,000 share options granted to Mr. An Yubao under the Share Option Scheme adopted on 2 December 2013.
- (3) The entire issued share capital of Central Success is owned by Aali Resources Limited. Aali Resources Limited is held in the name of BOS Trustee Limited as a trustee of a discretionary trust, of which Mr. An Yubao is the founder. Therefore, Mr. An Yubao is deemed to be interested in all the Shares held by Central Success under the provisions of SFO.
- (4) The entire issued share capital of Double Grace is legally and beneficially owned by Ms. Li. By virtue of the SFO, Ms. Li is deemed to be interested in all the Shares held by Double Grace.
- (5) The entire issued share capital of Guidoz Limited is legally and beneficially owned by Mr. Young. By virtue of the SFO, Mr. Young is deemed to be interested in all the Shares held by Guidoz Limited.

附註：

- (1) 英文字母「L」代表有關人士於本公司或相關集團成員公司的股份中的好倉。英文字母「S」代表有關人士於本公司或相關集團成員公司的股份中的淡倉。
- (2) 包括根據於2013年12月2日採納之購股權計劃授予安郁寶先生的15,219,000份購股權之相關權益。
- (3) 中成的全部已發行股本由Aali Resources Limited擁有。Aali Resources Limited由BOS Trustee Limited以一項酌情信託之信託人身份持有，而安郁寶先生為該酌情信託之成立人。因此，根據證券及期貨條例的條文，安郁寶先生被視為於中成所持全部股份中擁有權益。
- (4) Double Grace的全部已發行股本由黎女士合法及實益擁有。根據證券及期貨條例，黎女士被視為於Double Grace所持全部股份中擁有權益。
- (5) Guidoz Limited的全部已發行股本由楊先生合法及實益擁有。根據證券及期貨條例，楊先生被視為於Guidoz Limited所持全部股份中擁有權益。

Save as disclosed above, as at 30 June 2023, the Directors were not aware of any other persons/entities (other than the Directors and chief executive of the Company) who had interests or short positions in the shares or underlying shares of the Company, its group members or associated corporations which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO or which were recorded in the register required to be kept by the Company under Section 336 of the SFO.

COMPETITION AND CONFLICT OF INTERESTS

For the six months ended 30 June 2023, none of the Directors or controlling shareholders of the Company or any of their respective associates has engaged in any business that competes or may compete with the business of the Group or has any other conflict of interest with the Group.

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

During the six months ended 30 June 2023, neither the Company nor any of its subsidiaries purchased, sold or redeem any of the Company's listed securities.

PRE-EMPTIVE RIGHTS

There is no provision for the pre-emptive rights under the Company's articles of association, or the laws of the Cayman Islands, which would oblige the Company to offer new shares on a pro-rata basis to existing shareholders.

除上文披露者外，於2023年6月30日，董事並不知悉任何其他人士／實體（董事及本公司主要行政人員除外）於本公司、其集團成員公司或相聯法團之股份或相關股份中，擁有根據證券及期貨條例第XV部第2及3分部之條文須向本公司披露之權益或淡倉，或已記入根據證券及期貨條例第336條本公司須存置的登記冊內的權益或淡倉。

競爭及利益衝突

於截至2023年6月30日止六個月，概無董事或本公司控股股東或任何彼等各自的聯繫人從事與本集團業務構成或可能構成競爭的任何業務或與本集團有任何其他利益衝突。

購買、出售或贖回本公司上市證券

於截至2023年6月30日止六個月，本公司及其任何附屬公司均無購買、出售或贖回本公司任何上市證券。

優先購股權

本公司組織章程細則或開曼群島法例並無有關優先購股權的條文致使本公司有責任按比例向現有股東發售新股份。

Other Information

其他資料

SUFFICIENCY OF PUBLIC FLOAT

Based on the information that is publicly available to the Company and to the knowledge of the Directors, the Company has been maintaining the prescribed public float under the Listing Rules during the six months ended 30 June 2023.

CORPORATE GOVERNANCE

Adapting and adhering to the recognised standards of corporate governance principles and practices has always been one of the top priorities of the Company. The Board believes that good corporate governance is one of the areas that lead to the success of the Company and in balancing the interests of shareholders, customers and employees, and the Board is devoted to ongoing enhancements of the efficiency and effectiveness of such principles and practices.

The Company has adopted and complied with the code provisions set out in Appendix 14, “Corporate Governance Code”, to the Listing Rules (the “**Code Provisions**”) during the six months ended 30 June 2023.

COMPLIANCE WITH THE MODEL CODE

The Company has adopted the Model Code. The Company confirms that, having made specific enquiry of all Directors, all the Directors have complied with the required standards of dealing as set out in the Model Code during the six months ended 30 June 2023.

AUDIT COMMITTEE

The Company has established an audit committee (the “**Audit Committee**”) with written terms of reference in compliance with paragraphs D.3.3 and D.3.7 of the Code Provisions. Its terms of reference are available on the websites of the Company and the Stock Exchange.

充足公眾持股量

根據本公司可公開取得的資料以及據董事所知，本公司於截至2023年6月30日止六個月期間一直維持上市規則所訂明的公眾持股量。

企業管治

配合及遵守企業管治原則及常規之公認標準一直為本公司最優先原則之一。董事局相信良好的企業管治是引領本公司走向成功及平衡股東、客戶以及僱員之間利益之因素之一，董事局致力於持續改善該等原則及常規之效率及有效性。

於截至2023年6月30日止六個月，本公司採納並遵守了列載於上市規則附錄十四《企業管治守則》之守則條文（「**守則條文**」）的規定。

遵守標準守則

本公司已採納標準守則。經向所有董事作出具體查詢後，本公司確認於截至2023年6月30日止六個月所有董事均遵守了標準守則所載有關買賣之規定標準。

審核委員會

本公司已成立了審核委員會（「**審核委員會**」），並已遵照守則條文第D.3.3及D.3.7段以書面釐定其職權範圍。其職權範圍於本公司及聯交所網站可供查閱。

The responsibilities of the Audit Committee include but not limited to: (1) making recommendations to the Board on the appointment, re-appointment and removal of external auditor; (2) to review and monitor the external auditor's independence and objectivity and the effectiveness of the audit process in accordance with applicable standards; (3) to monitor integrity of the Company's financial statements and interim and annual reports, and to review significant financial reporting judgements contained in them; and (4) to monitor the Company's financial reporting system, risk management and internal control systems.

As at the date of this interim report, the Audit Committee consists of three members and all of them are independent non-executive Directors, namely Ms. Chen Yujun (Committee Chairlady), Mr. Feng Zhongshi and Mr. Su Yuanfu.

This interim report together with the unaudited interim results of the Group for the six months ended 30 June 2023 have been reviewed by the Audit Committee and the Company's external auditor, KPMG, in accordance with Hong Kong Standard on Review Engagements 2410, *Review of Interim Financial Information Performed by the Independent Auditor of the Entity*, issued by the HKICPA.

EVENTS AFTER THE REPORTING PERIOD

After the end of the reporting period and up to the date of this report, the Company issued a total of 806,834 ordinary shares pursuant to employees' exercise of share options granted under the Share Option Scheme at consideration ranging from HKD3.28 to HKD4.476 per share (aggregate consideration approximately: HKD3,128,000 (equivalent to approximately RMB2,800,000)). The weighted average closing price of the Company's shares immediately before the dates on which such share options were exercised is approximately HKD5.24.

審核委員會的職責包括但不限於：(1)就外聘核數師的委任、重新委任及罷免向董事局提供建議；(2)按適用的標準檢討及監察外聘核數師是否獨立客觀及核數程序是否有效；(3)監察本公司的財務報表、半年度報告以及年度報告的完整性，並審閱報表及報告所載有關財務申報的重大判斷；及(4)監察本公司的財務匯報制度、風險管理及內部監控系統。

於本中期報告日期，審核委員會由三名成員組成，均為獨立非執行董事（分別為陳玉君女士（委員會主席）、馮仲實先生及蘇元福先生）。

本集團截至2023年6月30日止六個月之中期報告及未經審核中期業績已由審核委員會及本公司外聘核數師畢馬威會計師事務所根據香港會計師公會頒佈之香港審閱工作準則第2410號由實體之獨立核數師執行之中期財務資料審閱予以審閱。

報告期後事項

於報告期結束後至本報告日期，本公司因應員工行使根據購股權計劃而授予的購股權而以每股介乎3.28港元至4.476港元的代價發行了合共806,834股普通股（總代價約：3,128,000港元（相當於約人民幣2,800,000元））。本公司股份於緊接有關購股權行使日期前的加權平均收市價約為5.24港元。

Other Information 其他資料

Save as disclosed above and in other parts of this report, as at the date of this report, the Group has no significant events after the reporting period required to be disclosed.

PUBLICATION OF INTERIM RESULTS ANNOUNCEMENT AND INTERIM REPORT

The interim results announcement and this interim report are published on the websites of the Company (www.chinaconsun.com) and the Stock Exchange (www.hkexnews.hk).

By order of the Board

Consun Pharmaceutical Group Limited

An Meng

Chairman of the Board

Hong Kong, 24 August 2023

除上文及本報告其他部分所披露者外，於本報告日期，本集團並無任何需要披露的重大報告期後事項。

刊發中期業績公告及中期報告

中期業績公告及本中期報告於本公司網站 (www.chinaconsun.com) 及聯交所網站 (www.hkexnews.hk) 刊載。

承董事局命

康臣藥業集團有限公司

安猛

董事局主席

香港，2023年8月24日



康臣药业集團有限公司
CONSUN PHARMACEUTICAL GROUP LIMITED

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