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Hang Chi Holdings Limited

恒智控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 8405)

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

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

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

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

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

FINANCIAL HIGHLIGHTS

	Six months ended 30 June		Change % (approximate)
	2020 <i>HK\$'000</i> (unaudited)	2019 <i>HK\$'000</i> (unaudited)	
Statement of profit or loss and other comprehensive income			
Revenue	101,168	71,297	41.90%
EBITDA	43,569	22,345	94.98%
Profit for the period	<u>19,354</u>	<u>11,164</u>	<u>73.36%</u>
	30 June 2020 <i>HK\$'000</i> (unaudited)	31 December 2019 <i>HK\$'000</i> (audited)	Change % (approximate)
	Statement of financial position		
Cash and cash equivalents	54,793	52,267	4.83%
Trade receivables	301	464	-35.13%
Net assets value	<u>166,700</u>	<u>173,027</u>	<u>-3.66%</u>

The board of Directors (the “**Board**”) of the Company is pleased to present the interim condensed consolidated financial statements of the Company and its subsidiaries (collectively, the “**Group**”) for the six months ended 30 June 2020 (the “**Reporting Period**”). The interim condensed consolidated financial statements of the Group have been reviewed by the audit committee of the Company.

BUSINESS REVIEW AND OUTLOOK

The Group is an established operator of elderly residential care homes in Hong Kong providing comprehensive residential care home services to the elderly residents including: (i) the provision of accommodation with dietician-managed meal plans, 24-hour nursing and caretaking assistance and professional services such as regular medical consultation, physiotherapy, occupational therapy, psychological and social care services; and (ii) the sale of healthcare and medical consumable products and the provision of customisable add-on healthcare services to the elderly residents. During the Reporting Period, the Group derived its revenue from seven elderly residential care homes across different districts in Hong Kong, including four “Shui On 瑞安”, one “Shui Hing 瑞興”, one “Shui Jun 瑞臻” and one “Guardian Home 佳安家” branded elderly residential care homes.

The Directors are of the view that the enormous demand for residential care home services is the key driver for the growth of the elderly residential care home industry in Hong Kong. With the Group's experienced management team and reputation in the market, the Group will continue to expand its network of elderly residential care homes in strategic locations in Hong Kong to serve more elderly residents.

In view of the recent outbreak of coronavirus in Hong Kong, the Company has formed a crisis response team to monitor the situation of its residential care homes. The Group has launched a series of special measures to strengthen infection control, such as shortening the visiting time of the elderly residential care homes and preparing adequate reserve of health protection equipment for its employees and elderly residents. The crisis response team will hold meetings regularly to review the adequacy of current measures. As at the date of this announcement, the outbreak of coronavirus has not adversely affected the business and daily operation of the Group.

OPERATING PERFORMANCE

Revenue

The breakdown of revenue by types of services provided by the Group during the Reporting Period and for the six months ended 30 June 2019 are set out as follows:

	Six months ended 30 June			
	2020		2019	
	Revenue <i>HK\$'000</i>	Percentage of segment revenue <i>approximate</i> %	Revenue <i>HK\$'000</i>	Percentage of segment revenue <i>approximate</i> %
Rendering of elderly home care services				
– residential care places leased by the Social Welfare Department (the “SWD”) under the Enhanced Bought Place Scheme (the “EBPS”)	18,774	18.56%	15,407	21.61%
– residential care places leased by the SWD under the Bought Place Scheme on Day Care Units (the “Day Care Services”)	477	0.47%	–	–
– residential care places leased by individual customers	56,296	55.65%	38,507	54.01%
– residential care places leased by non-governmental organisations	476	0.47%	250	0.35%
	76,023	75.15%	54,164	75.97%
Sales of elderly related goods and provision of healthcare services	25,145	24.85%	17,133	24.03%
Total	101,168	100.00%	71,297	100.00%

During the Reporting Period, the Group's revenue increased from approximately HK\$71,297,000 for the same period last year to approximately HK\$101,168,000, representing an approximately 41.90% increase.

Rendering of elderly home care services

The revenue from rendering of elderly home care services was derived from the provision of, among others, residence, nursing and caretaking services, health and medical services, rehabilitation services, meal preparation services and social care services in Hong Kong. The revenue increased from approximately HK\$54,164,000 for the same period last year to approximately HK\$76,023,000 for the Reporting Period, representing an approximately 40.36% increase.

- *Residential care places leased by the SWD under the EBPS*

During the Reporting Period, the revenue derived from the SWD, which leased a fixed number of residential care places at the Group's elderly residential care homes under the EBPS, increased from approximately HK\$15,407,000 for the same period last year to approximately HK\$18,774,000, representing an approximately 21.85% increase.

- *Residential care places leased by the SWD under the Day Care Services*

Two of the Group's elderly residential care houses under the EBPS have participated in the Day Care Services for elderly of the SWD. The Group provided 20 day care units with a range of centre-based care and support services to elderly since May 2020.

During the Reporting Period, the revenue derived from the SWD, which elder persons nominated and arranged by the SWD to receive the Day Care Services at the Group's elderly residential care homes under the Day Care Services was approximately HK\$477,000.

- *Residential care places leased by individual customers*

The revenue derived from rendering of elderly home care services for individual customers, together with the unsubsidised portions paid by individual customers under the EBPS increased from approximately HK\$38,507,000 for the same period last year to approximately HK\$56,296,000 for the Reporting Period, representing an approximately 46.20% increase.

The increment was mainly due to completion of the acquisition of 60% of the issued share capital of Guardian Home Limited on 12 July 2019 which increased the total number of residential care places. After the aforesaid acquisition, the Group owned and operated seven elderly residential care homes with a total of 1,085 residential care places for the Reporting Period; while there were six elderly residential care homes with a total of 816 residential care places for the same period last year. Thus, the revenue amount increased.

- *Residential care places leased by non-governmental organisations*

The revenue derived from the non-governmental organisations which leased residential care places from the Group's elderly residential care homes increased from approximately HK\$250,000 for the same period last year to approximately HK\$476,000 for the Reporting Period, representing an approximately 90.40% increase.

Sales of elderly related goods and provision of healthcare services

The revenue from sales of elderly related goods and provision of healthcare services was derived from the sales of adult nappies, nutritional milk, other medical consumable products, daily supplies and provision of additional healthcare services to the residents. The revenue increased from approximately HK\$17,133,000 for the same period last year to approximately HK\$25,145,000 for the Reporting Period, representing an approximately 46.76% increase.

Average occupancy rate of the elderly residential care homes

The average occupancy rates of the Group's elderly residential care homes for the Reporting Period and the same period last year are set out as follows:

	Six months ended 30 June	
	2020	2019
	<i>approximate %</i>	<i>approximate %</i>
Average occupancy rate		
– elderly residential care homes under the EBPS	93.27%	94.07%
– non-EBPS elderly residential care homes	88.71%	92.78%

Staff costs

Staff costs are the largest component of the operating expenses, which comprised of wages, salaries, bonuses, long service payments, retirement benefit costs and other allowances and benefits payable to employees. Due to the increase in the number of elderly residential care homes operated by the Group which increased the total number of staff, the amount of staff costs increased from approximately HK\$28,024,000 for the same period last year to approximately HK\$37,177,000 for the Reporting Period, representing an approximately 32.66% increase.

Property rental and related expenses

Property rental and related expenses mainly represented by the rental and ancillary office payments under operating leases related to the elderly residential care homes. The amount of property rental and related expenses decreased from approximately HK\$9,889,000 for the same period last year to approximately HK\$8,598,000 for the Reporting Period, representing an approximately 13.05% decrease. With the adoption of IFRS 16 Leases, the rental expenses were re-allocated between Property rental and related expenses, Depreciation and amortisation and Finance costs. The rental and related expenses payments for the elderly residential care homes and office amounted to approximately HK\$22,083,000 in total for the Reporting Period.

Profit for the period

During the Reporting Period, the Group recorded a profit of approximately HK\$19,354,000 and approximately HK\$11,164,000 was noted for the same period last year. Such increase was attributable to the increment in revenue and better cost control policy implemented during the Reporting Period.

LIQUIDITY, FINANCIAL RESOURCES, GEARING AND CAPITAL STRUCTURE

Liquidity

As at 30 June 2020, current assets amounted to approximately HK\$72,828,000 (31 December 2019: approximately HK\$69,293,000). Current liabilities were approximately HK\$54,770,000 (31 December 2019: approximately HK\$48,583,000).

Financial Resources

As at 30 June 2020, the Group had total cash and bank balances of approximately HK\$54,793,000 (31 December 2019: approximately HK\$52,267,000).

As at 30 June 2020, the Group had trade receivables of approximately HK\$301,000 (31 December 2019: approximately HK\$464,000).

Gearing

The gearing ratio of the Group as at 30 June 2020 was 29% (31 December 2019: 30%) as the Group incurred the lease liabilities with the adoption of IFRS 16 Leases during the Reporting Period. The Group was not in need of any material debt financing during the Reporting Period.

The approach of the Board to manage the Group's working capital is to ensure sufficient liquid assets to meet its matured liabilities so as to avoid any unacceptable losses or damage to the Group's reputation.

Capital Structure

The shares of the Company (the “**Shares**”) were successfully listed on GEM of the Stock Exchange on 12 July 2017. There has been no change in the capital structure of the Company since then. The capital of the Company only comprises of ordinary shares.

As at 30 June 2020, the total equity of the Group was approximately HK\$166,700,000 (31 December 2019: approximately HK\$173,027,000).

DIVIDEND

The Board does not recommend the payment of an interim dividend for the Reporting Period (30 June 2019: nil).

SIGNIFICANT INVESTMENTS HELD BY THE GROUP

As at 30 June 2020, there was no significant investment held by the Group.

FUTURE PLANS FOR MATERIAL INVESTMENT AND CAPITAL ASSETS

Save as disclosed above and in the prospectus of the Company dated 28 June 2017 (the “**Prospectus**”) and the announcement of the Company dated 26 October 2018, the Group does not have other plans for material investments and capital assets.

MATERIAL ACQUISITIONS AND DISPOSALS OF SUBSIDIARIES AND AFFILIATED COMPANIES

The Group did not have any material acquisitions or disposals of subsidiaries and affiliated companies during the Reporting Period.

FOREIGN EXCHANGE EXPOSURE

The Group’s sales and purchases were denominated in HK\$. As such, the Group has limited exposure to any significant foreign currency exchange risks. The Board does not expect any material impact on the Group’s operations caused by any foreign currency fluctuations. No financial instruments were employed by the Group for hedging purpose during the Reporting Period.

CONTINGENT LIABILITIES

As at 30 June 2020, the Group had no material contingent liabilities (31 December 2019: nil).

CAPITAL EXPENDITURE

During the Reporting Period, the Group's capital expenditure amounted to approximately HK\$1,562,000 (30 June 2019: approximately HK\$645,000) which was used for the acquisition of plant and equipment in the elderly residential care homes.

HUMAN RESOURCES AND REMUNERATION POLICY

As at 30 June 2020, the Group had 373 employees (30 June 2019: 269 employees). The Group offered competitive remuneration package, discretionary bonuses and social insurance benefits to its employees. In addition, a share option scheme (the “**Share Option Scheme**”) and a share award scheme (the “**Share Award Scheme**”) have been respectively adopted on 21 June 2017 and 6 November 2019 for, among others, the employees of the Group.

PROPOSED TRANSFER OF LISTING FROM GEM TO THE MAIN BOARD OF STOCK EXCHANGE

On 16 June 2020, the Company submitted a formal application to the Stock Exchange in respect of the proposed transfer of listing of the Shares from GEM to the Main Board of Stock Exchange (“**Main Board**”) of (i) all the Shares in issue; and (ii) any Shares which may be issued upon the exercise of any share options which may be granted under the Share Option Scheme, on the Main Board by way of transfer of listing pursuant to Chapter 9A of and Appendix 28 to the Rules Governing the Listing of Securities on the Stock Exchange (“**Main Board Listing Rules**”) and the relevant provisions of the GEM Listing Rules (the “**Proposed Transfer of Listing**”). The Proposed Transfer of Listing will not involve any issue of new Shares by the Company.

Given that GEM has been positioned and perceived as a market designed to accommodate companies to which a higher investment risk may be attached than other companies listed on the Main Board and that the entry requirements for the Main Board are higher than that of GEM, the Directors consider that the Main Board is a market for more established companies and is perceived to enjoy a more advanced status. Thus, the Proposed Transfer of Listing will enhance the corporate profile of the Group and strengthen the recognition of the Group in the industry and among both institutional and retail investors, customers and other stakeholders, which would result in a larger investor base and greater trading liquidity of the Shares and enhance the competitiveness of the Group in the industry. Having considered the aforesaid, the Directors are of the view that the listing of the Shares on the Main Board will be beneficial to the future growth, business development and financial flexibility of the Group.

For more details about the Proposed Transfer of Listing, please refer to the announcement of the Company dated 16 June 2020. Further announcement(s) will be made by the Company to keep the shareholders of the Company (“**Shareholders**”) and potential investors of the Company informed of the progress of the Proposed Transfer of Listing as and when appropriate, in accordance with the GEM Listing Rules and the Main Board Listing Rules.

The unaudited financial information for the six months ended 30 June 2020 together with the comparative figures for the corresponding periods in 2019 were as follows:

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

For the six months ended 30 June 2020

	Notes	Six months ended 30 June	
		2020 HK\$'000 (unaudited)	2019 HK\$'000 (unaudited)
REVENUE	4	101,168	71,297
Other income	4	6,734	3,056
Staff costs		(37,177)	(28,024)
Property rental and related expenses		(8,598)	(9,889)
Depreciation and amortisation		(17,899)	(8,641)
Food		(2,792)	(2,068)
Medical fees		(4,698)	(4,187)
Professional and legal fees		(4,224)	(3,108)
Utility expenses		(1,610)	(1,467)
Consumables		(867)	(648)
Other operating expenses		(4,367)	(1,933)
Finance costs	5	(2,254)	(684)
PROFIT BEFORE TAX	6	23,416	13,704
Income tax expenses	7	(4,062)	(2,540)
PROFIT AND TOTAL COMPREHENSIVE INCOME FOR THE PERIOD		19,354	11,164
Attributable to:			
Owners of the parent		16,899	10,598
Non-controlling interests		2,455	566
		19,354	11,164
EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT			
– Basic and diluted (<i>HK cents</i>)	9	4.22	2.65

Details of the dividends during the reporting period are disclosed in note 8 to the interim condensed consolidated financial statements.

INTERIM CONDENSED COLSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 June 2020

	<i>Notes</i>	As at 30 June 2020 <i>HK\$'000</i> (unaudited)	As at 31 December 2019 <i>HK\$'000</i> (audited)
NON-CURRENT ASSETS			
Property, plant and equipment		8,351	8,401
Right-of-use assets		90,944	102,515
Intangible assets		9,790	12,797
Goodwill		112,790	112,790
Deferred tax assets		1,493	1,290
		223,368	237,793
CURRENT ASSETS			
Trade receivables	10	301	464
Prepayments, deposits and other receivables		17,682	16,125
Tax recoverable		52	437
Cash and cash equivalents		54,793	52,267
		72,828	69,293
CURRENT LIABILITIES			
Trade payables	11	1,188	1,727
Other payables and accruals		23,634	18,563
Due to a related company		421	295
Tax payables		5,813	5,217
Lease liabilities		23,714	22,781
		54,770	48,583
NET CURRENT ASSETS		18,058	20,710
TOTAL ASSETS LESS CURRENT LIABILITIES		241,426	258,503

	As at 30 June 2020 HK\$'000 (unaudited)	As at 31 December 2019 HK\$'000 (audited)
NON-CURRENT LIABILITIES		
Deferred tax liabilities	452	745
Lease liabilities	<u>74,274</u>	<u>84,731</u>
Total non-current liabilities	<u>74,726</u>	<u>85,476</u>
Net assets	<u>166,700</u>	<u>173,027</u>
EQUITY		
Equity attributable to the owners of the parent:		
Issued capital	4,000	4,000
Reserves	<u>152,246</u>	<u>159,347</u>
	156,246	163,347
Non-controlling interests	<u>10,454</u>	<u>9,680</u>
Total equity	<u>166,700</u>	<u>173,027</u>

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2020

1. CORPORATE INFORMATION

Hang Chi Holdings Limited (the “**Company**”) is a limited liability company incorporated in the Cayman Islands. The registered office of the Company is located at the office of Conyers Trust Company (Cayman) Limited, with the registered address of Cricket Square, Hutchins Drive, PO Box 2681, Grand Cayman, KY1-1111, Cayman Islands. In the opinion of the directors, the holding company of the Company is Shui Wah Limited (“**Shui Wah**”), which was incorporated in the British Virgin Islands (“**BVI**”). The Company’s ultimate holding company is Multifield Investment Development Limited, a company incorporated in BVI with limited liability on 8 January 2010, which is wholly owned by Mr. Yik Tak Chi.

During the period, the Company and its subsidiaries (collectively referred to as the “**Group**”) were principally engaged in the operation of elderly residential care homes in Hong Kong.

2.1 BASIS OF PREPARATION

The interim condensed consolidated financial statements for the six months ended 30 June 2020 have been prepared in accordance with International Accounting Standard (“**IAS**”) 34 *Interim Financial Reporting*.

The interim condensed consolidated financial statements do not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the Group’s annual financial statements for the year ended 31 December 2019.

The interim condensed consolidated financial statements are presented in Hong Kong dollars (“**HK\$**”) and all values are rounded to the nearest thousand (HK\$’000) except when otherwise indicated.

2.2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The accounting policies adopted in the preparation of the interim condensed consolidated financial statements are consistent with those followed in the preparation of the Group’s annual financial statements for the year ended 31 December 2019, except for the adoption of new standards effective as of 1 January 2020. The Group has not early adopted any standard, interpretation or amendment that has been issued but is not yet effective.

Several amendments and interpretations apply for the first time in 2020, but do not have an impact on the interim condensed consolidated financial statements of the Group.

The Group has adopted the following revised IFRSs for the first time for the current period’s interim condensed consolidated financial statements:

Amendments to IFRS 3	<i>Definition of a Business</i>
Amendments to IFRS 9, IAS 39 and IFRS 7	<i>Interest Rate Benchmark Reform</i>
Amendments to IAS 1 and IAS 8	<i>Definition of Material</i>

The directors of the Company considered that the application of the new and revised IFRSs and IASs do not have material impact on the Group’s interim consolidated financial results.

3. OPERATING SEGMENT INFORMATION

For management purposes, the Group has only one reportable operating segment, which is the operation of residential care homes. Since this is the only reportable operating segment of the Group, no further operating segment analysis thereof is presented.

Geographical information

Geographical information is not presented since all of the Group's revenue from external customers is generated in Hong Kong and all of the non-current assets of the Group are located in Hong Kong. The non-current asset information is based on the locations of assets and excludes financial instruments and deferred tax assets.

Information about a major customer

Revenue of approximately HK\$19,251,000 for the six months ended 30 June 2020 (six months ended 30 June 2019: HK\$15,407,000), which amounted to more than 10% of the Group's revenue, was derived from the Hong Kong Government under the Enhanced Bought Place Scheme and the Bought Place Scheme on Day Care Units.

4. REVENUE AND OTHER INCOME

An analysis of revenue is as follows:

	Six months ended 30 June	
	2020	2019
	HK\$'000	HK\$'000
	(unaudited)	(unaudited)
Revenue from contracts with customers		
Rendering of elderly home care services	76,023	54,164
Sales of elderly related goods and provision of healthcare services	25,145	17,133
	<u>101,168</u>	<u>71,297</u>

Revenue from contracts with customers

(i) Disaggregated revenue information

	Six months ended 30 June	
	2020	2019
	HK\$'000	HK\$'000
	(unaudited)	(unaudited)
Timing of revenue recognition		
Services transferred over time	86,996	61,855
Goods transferred at a point in time	14,172	9,442
	<u>101,168</u>	<u>71,297</u>

The following table shows the amounts of revenue recognised in the current reporting period that were included in the contract liabilities at the beginning of the reporting period and recognised from performance obligations satisfied in previous periods

	Six months ended 30 June	
	2020 <i>HK\$'000</i> (unaudited)	2019 <i>HK\$'000</i> (unaudited)
Revenue recognised that was included in contract liabilities at the beginning of the reporting period:		
Rendering of elderly home care services	192	125
Sale of elderly related goods and provision of healthcare services	61	37
	253	162

(ii) Performance obligations

Information about the Group's performance obligations is summarised below:

Rendering of services

The performance obligation is satisfied over time as services are rendered and advance payments are normally required for home care services and certain healthcare services. For other healthcare services, payment is generally due within 30 days.

Sale of goods

The performance obligation is satisfied upon delivery of the goods and advance payments are generally required. For other goods where advance payment is not required, payment is generally due within 30 days from delivery.

The transaction prices allocated to the remaining performance obligations (unsatisfied or partially unsatisfied) as at 30 June 2020 and 31 December 2019 are as follows:

	As at 30 June 2020 <i>HK\$'000</i> (unaudited)	As at 31 December 2019 <i>HK\$'000</i> (audited)
	Within one year	350

An analysis of other income is as follows:

	Six months ended 30 June	
	2020 <i>HK\$'000</i> (unaudited)	2019 <i>HK\$'000</i> (unaudited)
Other income		
Government grants	4,672	1,685
Sundry income	352	533
Rental income	1,262	588
Bank interest income	267	176
Others	181	74
	6,734	3,056

5. FINANCE COSTS

An analysis of finance costs is as follows:

	Six months ended 30 June	
	2020 HK\$'000 (unaudited)	2019 HK\$'000 (unaudited)
Interest on lease liabilities	<u>2,254</u>	<u>684</u>

6. PROFIT BEFORE TAX

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

	Six months ended 30 June	
	2020 HK\$'000 (unaudited)	2019 HK\$'000 (unaudited)
Cost of inventories sold	5,860	4,098
Depreciation of property, plant and equipment	1,612	2,067
Depreciation of right-of-use assets	13,280	4,882
Amortisation of intangible assets	3,007	1,692
Auditors' remuneration	800	700
Employee benefit expense including Directors' and chief executive's remuneration:		
– Wages and salaries	35,762	26,427
– Pension scheme contributions	<u>1,045</u>	<u>894</u>
	<u>36,807</u>	<u>27,321</u>
Bank interest income*	(267)	(176)
Government grants*	<u>(4,672)</u>	<u>(1,685)</u>

* Included in "Other income" in the interim condensed consolidated statement of profit or loss and other comprehensive income.

7. INCOME TAX EXPENSES

Pursuant to the rules and regulations of the Cayman Islands and BVI, the Group is not subject to any income tax in the Cayman Islands and BVI.

Hong Kong profits tax has been provided at the rate of 16.5% on the estimated assessable profits arising in Hong Kong during the reporting period (six months ended 30 June 2019: 16.5%).

	Six months ended 30 June	
	2020 HK\$'000 (unaudited)	2019 HK\$'000 (unaudited)
Current – Hong Kong		
Charge for the period	4,558	2,916
Deferred tax	<u>(496)</u>	<u>(376)</u>
Total tax charge for the period	<u>4,062</u>	<u>2,540</u>

8. DIVIDENDS

	Six months ended 30 June	
	2020	2019
	HK\$'000	HK\$'000
	(unaudited)	(unaudited)
Final – HK6.00 cents (six months ended 30 June 2019: Nil) per ordinary share	<u>24,000</u>	<u>–</u>

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

The calculation of the basic earnings per share amount is based on the profit for the six months ended 30 June 2020 attributable to ordinary equity holders of the parent, and the weighted average number of ordinary shares of 400,000,000 (six months ended 30 June 2019: 400,000,000) in issue during the period, as adjusted to reflect the rights issue during the period.

The calculation of basic earnings per share is based on:

	Six months ended 30 June	
	2020	2019
	HK\$'000	HK\$'000
	(unaudited)	(unaudited)
Earnings		
Profit attributable to ordinary equity holders of the parent used in the basic earnings per share calculation	<u>16,899</u>	<u>10,598</u>
	Six months ended 30 June	
	2020	2019
Shares		
Weighted average number of ordinary shares in issue during the period used in the basic earnings per share calculation	<u>400,000,000</u>	<u>400,000,000</u>

No adjustment has been made to the basic earnings per share amounts presented for the six months ended 30 June 2020 and 2019 as the Group had no potentially dilutive ordinary shares in issue during these periods.

10. TRADE RECEIVABLES

	As at 30 June 2020 HK\$'000 (unaudited)	As at 31 December 2019 HK\$'000 (audited)
Trade receivables	<u>301</u>	<u>464</u>

The Group normally requires its customers to make payments in advance. The Group's customers settle their bills in a timely manner and therefore, the Group's exposure to credit risks is insignificant.

The Group's trade receivables as at the end of the reporting period, based on the date of the service rendered, had maturity of less than three months and no impairment loss was recognised.

The carrying amounts of trade receivables approximate to their fair values.

11. TRADE PAYABLES

An ageing analysis of the trade payables as at the end of the reporting period, based on the invoice date, is as follows:

	As at 30 June 2020 HK\$'000 (unaudited)	As at 31 December 2019 HK\$'000 (audited)
Within 3 months	<u>1,188</u>	<u>1,727</u>

The trade payables are non-interest-bearing and are normally settled between 30 and 60 days. The carrying amounts of trade payables approximate to their fair values.

CORPORATE GOVERNANCE PRACTICES

The Company places high value on the corporate governance practice and the Board firmly believes that a good corporate governance practice can improve accountability and transparency for the benefit of the Shareholders.

During the Reporting Period, the Company has adopted and complied with, where applicable, the code provisions of the Corporate Governance Code (the “**CG Code**”) as set out in Appendix 15 to the GEM Listing Rules.

CODE OF CONDUCT OF DIRECTORS’ SECURITIES TRANSACTIONS

The Company has adopted the required standard of dealings (the “**Required Standard of Dealings**”) as set out in Rules 5.48 to 5.67 of the GEM Listing Rules as the code of conduct for dealing in securities of the Company by the Directors. In response to the specific enquiry made by the Company, all Directors confirmed that they fully complied with the Required Standard of Dealings throughout the Reporting Period.

COMPETING BUSINESS OF DIRECTORS AND CONTROLLING SHAREHOLDERS

For the Reporting Period, none of the Directors, controlling shareholders or substantial shareholders of the Company or any of their respective close associates (as defined under the GEM Listing Rules) are engaged in any business that competes or may complete, directly or indirectly, with the business of the Group or have any other conflicts of interest with the Group nor are they aware of any other conflicts of interest which any such persons has or may have with the Group.

SHARE OPTION SCHEME

Pursuant to the resolution passed by the shareholders of the Company on 21 June 2017, the Company has adopted the Share Option Scheme which is valid and effective for a period of 10 years from 21 June 2017. The purpose of the Share Option Scheme is to provide incentives or rewards to the eligible persons for their contributions of to the Group. Eligible person under the Share Option Scheme means any full-time or part-time employee of the Company or any member of the Group, including any executive Directors, non-executive Directors and independent non-executive Directors, suppliers, customers, agents, advisors and consultants of the Group who, in the sole opinion of the Board, will contribute or have contributed to the Group. The Board may, at its discretion, invite any of the aforesaid eligible persons to take up the options. There is no change to the terms of the Share Option Scheme since adoption.

The total number of Shares which may be issued upon the exercise of all options to be granted under the Share Option Scheme and other share option scheme is 40,000,000, representing 10% of the Shares in issue as at the date of this announcement.

No share option had been granted, exercised or cancelled by the Company under the Share Option Scheme since adoption and during the Reporting Period and there is no outstanding share option as at the date of this announcement.

SHARE AWARD SCHEME

On 6 November 2019, the Board resolved to adopt the Share Award Scheme, pursuant to which ordinary Shares were awarded to the selected participants in accordance with the rules of the Share Award Scheme. Each selected participant shall be a full-time employee of the Group who is not a Director or connected person of the Company. The maximum number of awarded shares which may be awarded under the Share Award Scheme shall be 1,360,000 Shares, representing approximately 0.34% of the total number of issued Shares.

On 22 January 2020, 1,336,000 Shares, representing approximately 0.33% of the total number of issued Shares, were awarded to the selected participants, all of whom are independent third parties and full-time employees of the Group, pursuant to the rules of the Share Award Scheme. The Share Award Scheme lapsed after completion of the transfer of the awarded shares on the same date.

For details of the Share Award Scheme, please refer to the Company's announcement dated 6 November 2019.

PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES OF THE COMPANY

During the Reporting Period, neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the listed securities of the Company.

CONTINUING CONNECTED TRANSACTIONS

As the original tenancy agreements would expire on 30 June 2020, on 27 May 2020, Shui Jun Nursing Centre (Yau Tong) Company Limited ("**Shui Jun (Yau Tong)**"), a wholly-owned subsidiary of the Company, as tenant, entered into two new tenancy agreements (collectively, the "**Tenancy Agreements**") with Ever Premier Limited ("**Ever Premier**") and Roymark Limited ("**Roymark**"), as landlords, respectively, to renew the original tenancy agreements dated 30 June 2019 (as supplemented and amended by the supplemental agreements dated 9 August 2019). The premises under the Tenancy Agreements are rented by Shui Jun (Yau Tong) for the operation of the elderly residential care home under the name of Shui Jun Nursing Centre (Yau Tong) Company Limited (瑞臻護老中心(油塘)有限公司) from 1 July 2020 to 30 June 2021 at the monthly rental of HK\$150,000 and HK\$620,000 per month, respectively.

As at the date of this announcement, (i) Roymark is beneficially owned as to 40% by Mr. Yik Tak Chi (“**Mr. Yik**”) (through Hang Chi Development & Investment Limited), 25% by Ms. Yik Wai Hang (“**Ms. WH Yik**”) and 35% by two other independent third parties; (ii) the board of directors of Roymark consists of five directors, including Mr. Yik, Ms. WH Yik, Mr. Lui Chi Tat (“**Mr. Lui**”) and two other independent third parties; (iii) Ever Premier is wholly-owned by Roymark; and (iv) the board of directors of Ever Premier consisted of two directors, including Mr. Yik and Mr. Lui. As (a) Mr. Yik is an executive Director and a controlling shareholder of the Company; (b) Mr. Lui is the chief executive officer of the Company and an executive Director; and (c) Ms. WH Yik is a controlling shareholder of the Company, a sister of Mr. Yik and the mother of Mr. Lui, Roymark and Ever Premier are associates of connected persons of the Company under the GEM Listing Rules and the transactions contemplated under the Tenancy Agreements constitute continuing connected transactions of the Company under Chapter 20 of the GEM Listing Rules.

AUDIT COMMITTEE AND REVIEW OF THE INTERIM RESULTS

Pursuant to Rule 5.28 of the GEM Listing Rules, the Company has established an audit committee (the “**Audit Committee**”) with written terms of reference aligned with the CG Code. The Audit Committee comprises three independent non-executive Directors, namely Mr. Kwok Chi Shing, Mr. Lau Tai Chim and Mr. Wong Wai Ho. The main role and functions of the Audit Committee is to assist the Board in fulfilling its audit duties through the review and supervision of the Company’s financial reporting, risk management and internal control systems.

The Audit Committee has discussed with the management and the independent auditor of the Company and reviewed the unaudited results for the Reporting Period and the interim condensed consolidated financial statements of the Group for the Reporting Period, which is of the opinion that such statements have complied with the applicable accounting standards and that adequate disclosure has been made in respect thereof.

By order of the Board
Hang Chi Holdings Limited
恒智控股有限公司
Yik Tak Chi
Chairman and Executive Director

Hong Kong, 6 August 2020

As at the date of this announcement, the executive Directors are Mr. YIK Tak Chi, Mr. LUI Chi Tat, Mr. CHUNG Kin Man and Ms. CHUNG Wai Man, the non-executive Director is Mr. LAU Joseph Wan Pui and the independent non-executive Directors are Mr. WONG Wai Ho, Mr. LAU Tai Chim and Mr. KWOK Chi Shing.

This announcement will remain on the GEM website at www.hkgem.com on the “Latest Listed Company Information” page for at least 7 days from the date of its posting and will also be published on the Company’s website at www.shuionnc.com.